

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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: **Chapter 11**
: **Case No. 08-12229 (MFW)**
: **(Jointly Administered)**
: **Hearing Date: August 24, 2009 at 11:30 a.m. (EDT)**
: **Objection Deadline: August 3, 2009 at 4:00 p.m. (EDT)**
: **Debtors.**
: **WASHINGTON MUTUAL, INC., et al.,¹**
: **In re**
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**NOTICE OF SECOND INTERIM FEE APPLICATION REQUEST OF
SIMPSON THACHER & BARTLETT LLP FOR THE PERIOD
FROM JANUARY 1, 2009 THROUGH MAY 31, 2009**

Name of Applicant: Simpson Thacher & Bartlett LLP

Authorized to Provide
Professional Services to: the above-captioned debtor and debtor-in-
possession

Date of Retention: November 14, 2008, nunc pro tunc to
September 27, 2008

Period for which compensation and
reimbursement is sought: January 1, 2009 through May 31, 2009

Amount of Compensation sought as
actual, reasonable and necessary: \$143,966.50

Amount of Expense Reimbursement sought
as actual, reasonable and necessary: \$8,929.35

This is (a)n: interim final application

¹ 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 (ii) WMI Investment Corp. (5395). The Debtors' principal offices are located at 1301 Second Avenue, Seattle, Washington 98101.



Summary of Fee Applications for Compensation Period:

Date Filed and Docket No.	Period Covered	Total Amount Requested		Total Amount Approved To Date via Certification of No Objection		Holdback Fees Requested
		Fees	Expenses	Fees (@80%)	Expenses (@100%)	Fees (@20%)
03/25/09 [Docket No. 814]	01/01/09 through 02/28/09 ²	\$24,804.00	\$773.53	\$19,843.20	\$773.53	\$4,960.80
06/26/09 [Docket No. 1231]	03/01/09 through 05/31/09 ³	\$119,162.50	\$8,155.82	\$0.00	\$0.00	\$23,832.50
Total:		\$143,966.50	\$8,929.35	\$19,843.20	\$773.53	\$28,793.30

PLEASE TAKE NOTICE that, pursuant to the *Administrative Order Pursuant to 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* dated October 30, 2008 [Docket No. 204] and the *Amended Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* dated November 14, 2008 [Docket No. 302] (collectively, the “Administrative Order”), Simpson Thacher & Bartlett LLP (“STB”) hereby files its *Notice of Second Interim Fee Application Request of Simpson Thacher & Bartlett LLP for the Period From January 1, 2009 Through May 31, 2009* (the “Interim Fee Application”) with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801 (the “Bankruptcy Court”).

² STB’s *First Interim Fee Application Request* related to fees and expenses incurred only for the period from September 27, 2008 through December 31, 2008. This *Second Interim Fee Application Request* relates to fees and expenses incurred in the period from January 1, 2009 through May 31, 2009.

³ The Objection Deadline for objections to the *Third Consolidated Monthly Application of Simpson Thacher & Bartlett LLP for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Special Counsel to the Debtors and Debtors-in-Possession for the Period from March 1, 2009 through May 31, 2009* is July 16, 2009. As of the date of this filing, STB has not been paid any fees or expenses for the *Third Consolidated Monthly Application*.

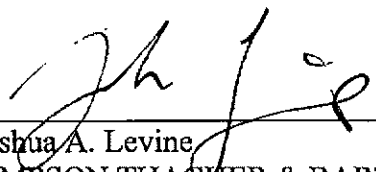
PLEASE TAKE FURTHER NOTICE that, pursuant to the Administrative Order, objections, if any, to the Interim Fee Application must be in writing, filed with the Clerk of the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, and served upon and received by STB at the address set forth below and the Notice Parties (as such term is defined in the Administrative Order) so as to be received by **August 3, 2009 at 4:00 PM (Eastern Daylight Time)** (the "Objection Deadline").

PLEASE TAKE FURTHER NOTICE that a hearing to consider the Interim Fee Application will be held before The Honorable Mary F. Walrath at the Bankruptcy Court, 824 Market Street, 5th Floor, Courtroom 4, Wilmington, Delaware 19801 on **August 24, 2009 at 11:30 AM (Eastern Daylight Time)**.

PLEASE TAKE FURTHER NOTICE that if no timely objections are filed and served with respect to the Interim Fee Application by the Objection Deadline, the Bankruptcy Court may enter an order granting the Interim Fee Application without a hearing.

Dated: July 14, 2009
New York, New York

Respectfully submitted,



Joshua A. Levine
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