

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

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

Name of Applicant: Shearman & Sterling LLP

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

Date of Retention: November 25, 2008, nunc pro tunc to October 8,  
2008

Period for which compensation and  
reimbursement is sought: February 1, 2008 through May 31, 2009

Amount of Compensation sought as  
actual, reasonable and necessary: \$177,587.50

Amount of Expense Reimbursement sought  
as actual, reasonable and necessary: \$3,712.91

This is (a)n: X 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 (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%)
3/20/09 [Docket No. 799]	2/1/09 to 2/28/09	\$51,502	\$3,478.42	\$41,201.60	\$3,478.42	\$10,300.40
4/22/09 [Docket No. 938]	3/1/09 to 3/31/09	\$33,530.50	\$146.58	\$26,824.40	\$146.58	\$6,701.10
5/21/09 [Docket No. 1060]	4/1/09 to 4/30/09	\$77,194	\$86.53	\$61,755.20	\$86.53	\$15,438.80
6/17/09 [Docket No. 1171]	5/1/09 to 5/31/09 <sup>2</sup>	\$15,361	\$1.38	\$12,288.80	\$1.38	\$3,072.20
<b>Total:</b>		<b>\$177,587.50</b>	<b>\$3,712.91</b>	<b>\$142,070</b>	<b>\$3,712.91</b>	<b>\$35,512.50</b>

PLEASE TAKE NOTICE that, pursuant to the *Order Granting Motion of the Debtors and Debtors-in-Possession for an 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 Procedure for Interim Compensation and Reimbursement of Expenses of Professionals dated November 14, 2008* [Docket No. 302] (the “Administrative Order”), Shearman & Sterling LLP (“Shearman & Sterling”) hereby files its *Notice of Second*

<sup>2</sup> The objection deadline for the May 2009 fee application expired on July 7, 2009. Shearman & Sterling received no objections before that deadline (or as of the date of this filing) but has yet to file a Certificate of No Objection and has not been paid any fees or expenses for the May 2009 fee application.

*Interim Fee Application Request of Shearman & Sterling LLP for the Period From February 1, 2009 Through May 31, 2009* (the “Interim Fee Application”) with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3<sup>rd</sup> Floor, Wilmington, Delaware 19801 (the “Bankruptcy Court”).

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, 3<sup>rd</sup> Floor, Wilmington, Delaware 19801, and served upon and received by Shearman & Sterling 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 4, 2009 at 4:00 p.m. (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, 5<sup>th</sup> Floor, Courtroom 4, Wilmington, Delaware 19801 on **August 24, 2009 at 11:30 a.m. (Eastern Daylight Time)**.

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTION IS TIMELY FILED AND SERVED WITH RESPECT TO THE INTERIM FEE APPLICATION BY THE OBJECTION DEADLINE, THE BANKRUPTCY COURT MAY ENTER AN ORDER GRANTING TO RELIEF SOUGHT IN THE INTERIM FEE APPLICATION WITHOUT A HEARING.

Dated: July 15, 2009  
Washington, D.C.

/s/ Thomas D. Johnston

**Thomas D. Johnston**

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