

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

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In re : **Chapter 11**
 :
 WASHINGTON MUTUAL, INC., et al.,¹ :
 : **Case No. 08-12229 (MFW)**
 :
Debtors. : **(Jointly Administered)**
 :
 : **Re: Docket No. 1713**
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ORDER SUPPLEMENTING RECORD

Upon the motion, dated October 13, 2009 (the "Motion"),² of Washington Mutual, Inc. ("WMI") and WMI Investment Corp., as debtors and debtors in possession (together, the "Debtors"), for entry of an order (a) authorizing the Debtors to supplement the record by submitting (i) the Declaration of Laura M. Malafronte in Connection with Debtors' HFA Trust Motion, dated October 13, 2009 (the "Malafronte Declaration," a copy of which is attached to the Motion as Exhibit A) and (ii) the Declaration of Robbyn W. Dewar in Connection with Debtors' HFA Trust Motion, dated October 9, 2009 (the "Dewar Declaration," a copy of which is attached to the Motion as Exhibit B, and, together with the Malafronte Declaration, the "Supplemental Evidence") or, in the alternative, (b) reopening the record and authorizing the Debtors to submit the Supplemental Evidence, in support of the Motion of Debtors for an Order Pursuant to Sections 105(a) and 363 of the Bankruptcy Code

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.

² Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Motion.



Authorizing But Not Directing (i) Washington Mutual, Inc. to Exercise Its Ownership Rights Over Certain Trust Assets, (ii) Distribution of Trust Assets, and (iii) Termination of the Trusts, dated May 15, 2009 [D.I. 1023] (the “HFA Trust Motion”), all as more fully set forth in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to the parties listed therein, and it appearing that no other or further notice need be provided; and the Court having determined that the relief sought in the Motion is in the best interests of the Debtors, their creditors, and all parties in interest; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefore, it is

ORDERED that the Motion and the relief requested therein, to the extent modified herein, are granted; and it is further

ORDERED that the Participants’ objection to the relief requested in the Motion is overruled; and it is further

ORDERED that, the record is hereby supplemented with the Supplemental Evidence; and it is further

ORDERED that, a hearing to permit cross examination of Ms. Malafronte and/or Ms. Dewar and closing arguments shall take place on **January 29, 2010 at 10:30 a.m.** (the “Hearing”); and it is further

ORDERED that the Debtors and Participants may file closing briefs on or before February 12, 2010; and it is further

ORDERED that that the Debtors shall pay (i) reasonable attorneys' fees incurred by Participants' counsel in connection with appearance at the Hearing (including any preparatory work related to such appearance) and (ii) reasonable out-of-pocket travel expenses for the Participants to attend the Hearing (if they choose to attend) within fifteen (15) business days of the Debtors receiving an invoice and receipts documenting such fees and expenses; and it is further

ORDERED that, to the extent there is any dispute regarding the reasonableness of the Participants' requested fees and expenses, the parties shall submit such dispute to the Court for resolution.

Dated: Wilmington, Delaware
Dec. 28, 2009



THE HONORABLE MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE