

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. 2039
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**ORDER GRANTING DEBTORS' OBJECTION
TO PROOF OF CLAIM NUMBER 2134 FILED BY
WELLS FARGO BANK, NATIONAL ASSOCIATION, AS INDENTURE TRUSTEE**

Upon the objection, dated December 18, 2009 (the "Objection"),² of Washington Mutual, Inc. ("WMI") and WMI Investment Corp. (collectively, the "Debtors"), as debtors and debtors in possession, for entry of an order reducing and allowing, in part, proof of claim 2134 ("Claim 2134"), all as more fully set forth in the Objection; and the Court having jurisdiction to consider the Objection and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Objection 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 Objection having been provided to those parties identified therein, and no other or further notice being required; and the Court having determined that the relief sought in the Objection is in the best interests of the Debtors, their

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, but not defined, herein shall have the meanings ascribed to them in the Objection.



creditors, and all parties in interest; and the Court having determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Objection is GRANTED as set forth herein; and it is further

ORDERED that Claim 2134, solely with respect to the Debentures Claims, is hereby reduced and allowed as follows:

Notes Issuance	Maturity Date	Allowed Principal (\$)	Allowed Accrued Interest ³ (\$)	Allowed Total Amount (\$)
5.375% Junior Subordinated Deferrable Interest Debentures				
Preferred Securities	May 1, 2041	756,230,623.24	9,443,576.39	765,674,199.63
Common Securities	May 1, 2041	23,387,254.01	292,052.86	23,679,306.87

; and it is further

ORDERED that all parties rights with respect to the Remaining Claims are hereby expressly preserved, including, without limitation, the Debtors' rights to object to the Remaining Claims on any grounds whatsoever; and it is further

ORDERED that Kurtzman Carson Consultants, LLC, the Debtors' court-appointed claims and noticing agent, is authorized and directed to update the official claims register in these chapter 11 cases to reflect the provisions of this Order ; and it is further

³ Interest is calculated as of the Commencement Date.

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order.

Dated: January 28 2010
Wilmington, Delaware



THE HONORABLE MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE