

PLEASE CAREFULLY REVIEW THIS OBJECTION AND THE ATTACHMENTS
HERETO TO DETERMINE WHETHER THIS OBJECTION AFFECTS YOUR CLAIMS

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

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| -----X | |
| | : |
| <i>In re</i> | : |
| | : |
| | : |
| WASHINGTON MUTUAL, INC., <u>et al.</u> , ¹ | : |
| | : |
| Debtors. | : |
| | : |
| | : |
| | : |
| -----X | : |

Chapter 11
Case No. 08-12229 (MFW)
(Jointly Administered)
Hearing Date: April 21, 2010 at 11:30 a.m. (ET)
Response Deadline: March 29, 2010 at 4:00 p.m. (ET)

**DEBTORS' TWENTY-FIFTH
OMNIBUS (NON-SUBSTANTIVE) OBJECTION TO CLAIMS**

Washington Mutual, Inc. (“WMI”) and WMI Investment Corp., as debtors and debtors in possession (collectively, the “Debtors”), pursuant to section 502 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 3007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 3007-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), file this twenty-fifth omnibus non-substantive objection (this “Twenty-Fifth Omnibus Objection”) to those claims listed on Exhibit A and Exhibit B hereto, and in support of the Twenty-Fifth Omnibus Objection, the Debtors respectfully represent as follows:

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 925 Fourth Avenue, Seattle, Washington 98104.



Jurisdiction

1. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

Background

2. On September 26, 2008 (the "Commencement Date"), each of the Debtors commenced with this Court a voluntary case pursuant to chapter 11 of the Bankruptcy Code. The Debtors are authorized to continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On October 3, 2008, the Court entered an order, pursuant to Bankruptcy Rule 1015(b), authorizing the joint administration of the Debtors' chapter 11 cases.

WMI's Business

3. WMI, a holding company incorporated in the State of Washington, is the direct parent of WMI Investment, which served as an investment vehicle for WMI and holds a variety of securities. WMI Investment is incorporated in the State of Delaware.

4. Prior to the Commencement Date, WMI operated as a savings and loan holding company that owned Washington Mutual Bank ("WMB") and, indirectly, such bank's subsidiaries, including Washington Mutual Bank fsb ("WMBfsb"). WMI still owns all of the outstanding stock of WMB, and WMI also has certain non-banking, non-debtor subsidiaries (the "Non-debtor Subsidiaries"). Like all savings and loan holding companies, WMI was subject to regulation by the Office of Thrift Supervision (the "OTS"). WMB and WMBfsb, in turn, like all depository institutions with federal thrift charters, were subject to regulation and examination by the OTS. In addition, WMI's banking and nonbanking subsidiaries were overseen by various federal and state authorities, including the Federal Deposit Insurance Corporation ("FDIC").

5. On September 25, 2008, the Director of the OTS, by order number 2008-36, appointed the FDIC as receiver for WMB and advised that the receiver was immediately taking possession of WMB (the “Receivership”). Immediately after its appointment as receiver, the FDIC purportedly sold substantially all the assets of WMB, including the stock of WMBfsb, to JPMorgan Chase Bank, National Association (“JPMorgan Chase”) pursuant to that certain Purchase and Assumption Agreement, Whole Bank, dated as of September 25, 2008 (the “Purchase Agreement”).

6. WMI’s assets include its common stock interest in WMB, its interest in its non-banking subsidiaries, and more than \$4 billion of cash that WMI and its non-banking subsidiaries (including WMI Investment) had on deposit at WMB and WMBfsb immediately prior to the time the FDIC was appointed as receiver.

The Bar Date and Schedules

7. On December 19, 2008, the Debtors filed with the Court their schedules of assets and liabilities and their statements of financial affairs. On January 27, 2009, and February 24, 2009, WMI filed with the Court its first and second, respectively, amended schedule of assets and liabilities and its first and second, respectively, amended statements of financial affairs. On January 14, 2010, WMI filed a further amendment to its statement of financial affairs (collectively, the “Schedules”).

8. By order, dated January 30, 2009 (the “Bar Date Order”), the Court established March 31, 2009 (the “Bar Date”) as the deadline for filing proofs of claim against the Debtors in these chapter 11 cases. Pursuant to the Bar Date Order, each creditor, subject to certain limited exceptions, was required to file a proof of claim on or before the Bar Date.

9. In accordance with the Bar Date Order, Kurtzman Carson Consultants, LLC (“KCC”), the Debtors’ court-appointed claims and noticing agent, mailed notices of the Bar Date and proof of claim forms to, among others, all of the Debtors’ creditors and other known holders of claims as of the Commencement Date. Notice of the Bar Date also was published once in *The New York Times (National Edition)*, *The Wall Street Journal*, *The Seattle Times*, and *The Seattle Post-Intelligencer*.

Proofs of Claim

10. Over 3,750 proofs of claim have been filed in these chapter 11 cases. The Debtors are in the process of reviewing and reconciling the filed proofs of claim. To date, approximately 1,100 claims have been disallowed or withdrawn.

11. As part of their ongoing review, the Debtors have reviewed each of the proofs of claim listed on the exhibit hereto and have concluded that each such claim is appropriately objected to on the basis set forth below.

Objection to Claims

A. Amended and Superseded Claims (Exhibit A)

12. The claims listed on Exhibit A hereto in the column labeled “Amended Claim to be Disallowed” (the “Amended and Superseded Claims”) have been amended and superseded by the corresponding claims in the column labeled “Remaining Claim Number” (the “Remaining Claims”). To avoid multiple recoveries, the Debtors request that the Court disallow in their entirety the Amended and Superseded Claims. Although the Debtors do not object herein to the validity, amount or priority of the Remaining Claims, the Debtors expressly reserve the right to object to the Remaining Claims on any grounds whatsoever at a later time.

B. Late-Filed Claim (Exhibit B)

13. The Bar Date Order provides that, pursuant to Rule 3003(c)(3) of the Bankruptcy Rules and section 502(b)(9) of the Bankruptcy Code, the Bar Date is the last date for each person or entity, including Governmental Units (as such term is defined in section 101(27) of the Bankruptcy Code), to file a Proof of Claim against the Debtors.

Bar Date Order at 2-3. The Bar Date Order further provides that

any holder of a claim against the Debtors who receives notice of the Bar Date (whether such notice was actually or constructively received) and is required, but fails, to file a Proof of Claim in accordance with this Order on or before the Bar Date, shall not be permitted to vote to accept or reject any chapter 11 plan filed in these chapter 11 cases, or *participate in any distribution* in Debtors' chapter 11 cases on account of such claim or to receive further notices regarding such claim.

Id. at 7 (emphasis added).

14. The proof of claim identified on Exhibit B attached hereto (the "Late-Filed Claim") is for a claim allegedly incurred prior to the Commencement Date but which was filed well after the Bar Date. The claimant that filed the Late-Filed Claim is not otherwise excused from filing a proof of claim pursuant to the Bar Date Order. Accordingly, the Debtors request that the Court disallow the Late-Filed Claim in its entirety.

15. In support of the foregoing, the Debtors rely on the *Declaration of Jonathan Goulding Pursuant to Local Rule 3007-1 in Support of Debtors' Twenty-Fifth Omnibus (Non-Substantive) Objection to Claims*, dated as of the date hereof, and attached herewith as Exhibit C.

Notice

16. No trustee or examiner has been appointed in these chapter 11 cases. Notice of this Twenty-Fifth Omnibus Objection has been provided to: (i) the United States Trustee for the District of Delaware, (ii) counsel for the Creditors' Committee, (iii) counsel for

the Equity Committee, (iv) those parties entitled to receive notice in these chapter 11 cases pursuant to Bankruptcy Rule 2002, and (v) each holder of a claim objected to herein. In light of the nature of the relief requested, WMI submits that no other or further notice need be provided.

17. Pursuant to Bankruptcy Rule 3007, the Debtors have provided all claimants affected by the Twenty-Fifth Omnibus Objection with at least thirty (30) days' notice of the hearing to consider the Twenty-Fifth Omnibus Objection.

Statement of Compliance with Local Rule 3007-1

18. The undersigned representative of Richards, Layton & Finger, P.A. certifies that he has reviewed the requirements of Local Rule 3007-1 and that the Twenty-Fifth Omnibus Objection substantially complies with that Local Rule. To the extent that the Twenty-Fifth Omnibus Objection does not comply in all respects with the requirements of Local Rule 3007-1, Richards, Layton & Finger, P.A. believes such deviations are not material and respectfully requests that any such requirement be waived.

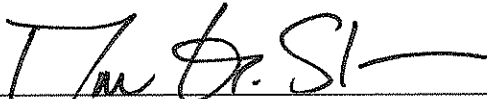
No Previous Request

19. No previous request for the relief sought herein has been made to this or any other Court.

WHEREFORE the Debtors respectfully request that the Court enter an order

(i) granting the relief requested herein and (ii) granting the Debtors such other and further relief as is just.

Dated: March 15, 2010
Wilmington, Delaware



Mark D. Collins (No. 2981)
Chun I. Jang (No. 4790)
Drew G. Sloan (No. 5069)
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.
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

ATTORNEYS TO THE DEBTORS
AND DEBTORS IN POSSESSION

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

-----X
: **Chapter 11**
: **Case No. 08-12229 (MFW)**
: **(Jointly Administered)**
: **Hearing Date: April 21, 2010 at 11:30 a.m. (ET)**
: **Objection Deadline: March 29, 2010 at 4:00 p.m. (ET)**
-----X

In re
WASHINGTON MUTUAL, INC., et al.,¹
Debtors.

**NOTICE OF DEBTORS' TWENTY-FIFTH
OMNIBUS (NON-SUBSTANTIVE) OBJECTION TO CLAIMS**

PLEASE TAKE NOTICE that on March 15, 2010, the above-captioned debtors and debtors in possession (the "Debtors") filed the *Debtors' Twenty-Fifth Omnibus (Non-Substantive) Objection to Claims* (the "Objection") 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 any responses to the Objection must be filed in writing with the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, and served upon and received by the undersigned counsel for the Debtors on or before **March 29, 2010 at 4:00 p.m. (ET)**.

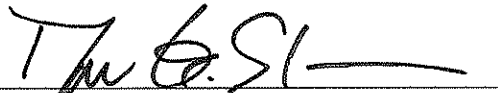
PLEASE TAKE FURTHER NOTICE that, in the event that one or more responses to the Objection are timely filed, the Objection shall be considered at a hearing before The Honorable Mary F. Walrath at the United States Bankruptcy Court for the District of

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.

Delaware, 824 Market Street, 5th Floor, Courtroom 4, Wilmington, Delaware 19801 on **April 21, 2010 at 11:30 a.m. (ET).**

PLEASE TAKE FURTHER NOTICE THAT IF NO RESPONSES TO THE OBJECTION ARE TIMELY FILED, SERVED AND RECEIVED IN ACCORDANCE WITH THIS NOTICE, THE BANKRUPTCY COURT MAY GRANT THE RELIEF REQUESTED IN THE OBJECTION WITHOUT FURTHER NOTICE OR HEARING.

Dated: March 15, 2010
Wilmington, Delaware



Mark D. Collins (No. 2981)
Chun I. Jang (No. 4790)
Drew G. Sloan (No. 5069)
RICHARDS, LAYTON & FINGER, P.A.
One Rodney Square
920 N. King Street
Wilmington, Delaware 19801
Telephone: (302) 651-7700
Facsimile: (302) 651-7701

- and -

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

*Attorneys for the Debtors and
Debtors in Possession*

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

-----X
: **Chapter 11**
: **Case No. 08-12229 (MFW)**
: **(Jointly Administered)**
: **Hearing Date: April 21, 2010 at 11:30 a.m. (ET)**
: **Objection Deadline: March 29, 2010 at 4:00 p.m. (ET)**
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In re
WASHINGTON MUTUAL, INC., et al.,¹
Debtors.

**NOTICE OF DEBTORS' TWENTY-FIFTH
OMNIBUS (NON-SUBSTANTIVE) OBJECTION TO CLAIMS**

PLEASE TAKE NOTICE THAT on March 15, 2010, the above-captioned debtors and debtors-in-possession (the "Debtors") filed the attached *Debtors' Twenty-Fifth Omnibus (Non-Substantive) Objection Claims* (the "Objection") with the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court").² By the Objection, the Debtors are seeking to disallow and expunge one or more of your claims (each, a "Claim" and collectively, the "Claims") as listed in the Objection.

THE OBJECTION SEEKS TO ALTER YOUR RIGHTS. ANY CLAIM THAT THE BANKRUPTCY COURT DISALLOWS WILL BE TREATED AS IF IT HAD NOT BEEN FILED. THEREFORE, YOU SHOULD READ THIS NOTICE (INCLUDING THE OBJECTION) CAREFULLY AND DISCUSS THEM WITH YOUR ATTORNEY. IF YOU DO NOT HAVE AN ATTORNEY, YOU MAY WISH TO CONSULT ONE.

Critical Information for Claimants Choosing to File a Response to the Objection

Filing a Response. If you oppose the disallowance and expungement of your Claim(s) that are subject to the Objection, and if you are unable to resolve the Objection with the Debtors before the deadline to object, then you must file and serve a written response (the "Response") to the Objection in accordance with this Notice. If you do not oppose the disallowance and expungement of your Claim(s), then you do not need to file a written Response to the Objection and you do not need to appear at the hearing on the Objection (described below).

**The deadline for filing a Response is March 29, 2010 at
4:00 p.m. (ET) (the "Response Deadline").**

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² Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Objection.

THE BANKRUPTCY COURT WILL ONLY CONSIDER YOUR RESPONSE IF YOUR RESPONSE IS FILED, SERVED AND RECEIVED BY THE RESPONSE DEADLINE IN ACCORDANCE WITH THE INSTRUCTIONS SET FORTH IN THIS NOTICE.

Your Response will be deemed timely filed only if the Response is actually received on or before the Response Deadline in the office of the clerk of the Bankruptcy Court at the following address:

Clerk of the Court for the
United States Bankruptcy Court
for the District of Delaware
824 North Market Street, 3rd Floor
Wilmington, Delaware 19801

Your Response will be deemed properly-served only if the Response is actually received on or before the Response Deadline by the following parties (collectively, the “Notice Parties”):

WEIL, GOTSHAL & MANGES LLP

Attn: Marcia L. Goldstein
Attn: Brian S. Rosen
767 Fifth Avenue
New York, New York 10153

RICHARDS, LAYTON & FINGER, P.A.

Attn: Mark D. Collins
Attn: Chun I. Jang
One Rodney Square
920 North King Street
Wilmington, Delaware 19801

Co-Counsel to the Debtors

Contents of Each Response. Every Response to this Objection must contain at a minimum the following information:

- a caption setting forth the name of the Court, the name of the Debtors, the case number and the title of the Objection to which the Response is directed;
- the name of the claimant, his/her/its claim number and a description of the basis for the amount of the claim;
- the specific factual basis and supporting legal argument upon which the party will rely in opposing this Objection;
- any supporting documentation, to the extent it was not included with the Proof of Claim previously filed with the clerk or claims agent, upon which the party will rely to support the basis for and amounts asserted in the Proof of Claim; and
- the name, address, telephone number and fax number of the person(s) (which may be the claimant or the claimant’s legal representative) with whom counsel for the Debtors should communicate with respect to the claim or the Objection and who possesses authority to reconcile, settle, or otherwise resolve the objection to the disputed claim on behalf of the claimant.

Hearing on the Objection. If a Response is properly filed and served in accordance with this notice, a hearing on the Objection and the Response will be held on **April 21, 2010 at 11:30 a.m. (ET)** (the "Hearing") before The Honorable Mary F. Walrath, United States Bankruptcy Judge, in the Bankruptcy Court located at 824 Market Street, 5th Floor, Courtroom 4, Wilmington, Delaware 19801. If you file a Response to the Objection, then you should plan to appear at the hearing on the Objection. The Debtors, however, reserve the right to continue the hearing with respect to the Objection and the Response.

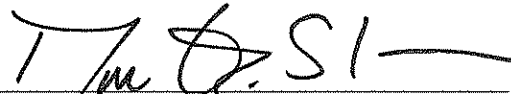
**IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS
NOTICE, THE COURT MAY GRANT THE RELIEF DEMANDED
BY THE OBJECTION WITHOUT FURTHER NOTICE OR HEARING.**

Additional Information

Questions. If you have any questions regarding the Objection and/or if you wish to obtain a copy of the Objection or related documents, please feel free to contact the Debtors' Voting and Claims Agent, Kurtzman Carson Consultants LLC, by: (a) calling the Debtors' restructuring hotline at (888) 830-4644 (b) visiting the Debtors' restructuring website at: <http://www.kccllc.net/wamu> and/or (c) writing to Washington Mutual Claims Processing, c/o Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, California 90245.

Reservation of Rights. Nothing in this notice or the Objection constitutes a waiver of the Debtors' right to assert any claims, counterclaims, rights of offset or recoupment, preference actions, fraudulent-transfer actions or any other claims against you of the Debtors. Unless the Bankruptcy Court allows your Claims or specifically orders otherwise, the Debtors have the right to object on any grounds to the Claims (or to any other Claims or causes of action you may have filed or that have been scheduled by the Debtors) at a later date. In such event, you will receive a separate notice of any such objections.

Dated: March 15, 2010
Wilmington, Delaware



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Marcia L. Goldstein
Brian S. Rosen

*Attorneys for the Debtors and
Debtors in Possession*

Exhibit A

(Amended Claims)

| Claimant | Remaining Claim Number | Amended Claim to be Disallowed | Filed Claim Amount | Debtor | Reason for Disallowance |
|---|-------------------------------|---------------------------------------|---------------------------|------------------|--------------------------------|
| Department of the Treasury Internal Revenue Service | 3824 | 3813 | \$ 4,751,232,562.51 | WMI | Amended and Superseded Claim |
| Philip Foreman | 3816 | 1205 | Unliquidated | WMI | Amended and Superseded Claim |
| LexisNexis, a division of Reed Elsevier Inc. | 3821 | 242 | \$ 499,338.78 | WMI | Amended and Superseded Claim |
| Michael Meighan | 3817 | 3681 | \$ 100,000.00 | WMI ¹ | Amended and Superseded Claim |
| Michael Meighan | 3818 | 1532 | \$ 100,000.00 | WMI | Amended and Superseded Claim |
| Julie Montanari | 3698 | 2695 | \$ 808,678.39 | WMI | Amended and Superseded Claim |

¹ "WMI" refers to Washington Mutual, Inc.

Exhibit B

(Late-Filed Claims)

| Claimant | Claim Number | Date Filed | Filed Claim Amount | Debtor | Reason for Disallowance |
|-----------------|---------------------|-------------------|---------------------------|---------------|--------------------------------|
| Rosa Estrada | 3825 | 2/26/2010 | \$ 151,455.26 | WMI | Late-filed Claim |

Exhibit C
(Goulding Declaration)

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

-----X
:
In re : Chapter 11
:
WASHINGTON MUTUAL, INC., et al.,¹ : Case No. 08-12229 (MFW)
:
Debtors. : (Jointly Administered)
:
:
-----X

**DECLARATION OF JONATHAN GOULDING PURSUANT
TO LOCAL RULE 3007-1 IN SUPPORT OF DEBTORS'
TWENTY-FIFTH OMNIBUS (NON-SUBSTANTIVE) OBJECTION TO CLAIMS**

I, Jonathan Goulding, pursuant to 28 U.S.C. § 1746, hereby declare under penalty of perjury that the following is true and correct to the best of my knowledge, information and belief:

1. I am a Senior Director with Alvarez & Marsal North America, LLC (“A&M”) and the current Treasurer of both Washington Mutual, Inc. (“WMI”) and WMI Investment Corp. (“WMI Investment,” and together with WMI, the “Debtors”). By order, dated November 6, 2008 [Docket No. 246], the Debtors were, among other things, authorized to retain A&M as restructuring advisors, and to designate certain other personnel of A&M and its wholly owned subsidiaries, such as myself, to assist in the Debtors’ restructuring process. Unless otherwise stated in this Declaration, I have personal knowledge of the facts set forth herein.

2. In my capacity as Treasurer of the Debtors, I am one of the persons responsible for overseeing the claims reconciliation and objection process in the Debtors’ chapter

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 925 Fourth Avenue, Seattle, Washington 98104.

11 cases. The Debtors' ongoing claims reconciliation process involves the collective effort of a team of A&M and WMI employees, as well as Debtors' counsel, Weil, Gotshal & Manges LLP, and the Debtors' claims agent, Kurtzman Carson Consultants LLC.

3. I submit this Declaration in support of the *Debtors' Twenty-Fifth Omnibus (Non-substantive) Objection to Claims* (the "Twenty-Fifth Omnibus Objection"). In preparation for filing the Twenty-Fifth Omnibus Objection, and under my direction and/or supervision, each of the claims at issue in the Twenty-Fifth Omnibus Objection was carefully reviewed and analyzed in good faith using due diligence by the appropriate personnel. These efforts resulted in the identification of (i) the Amended and Superseded Claims,² and (ii) the Late-Filed Claims, as identified on Exhibit A and Exhibit B to the Twenty-Fifth Omnibus Objection, respectively.

4. I have also personally reviewed the Twenty-Fifth Omnibus Objection and exhibit thereto and am, accordingly, familiar with the information contained therein.

Claims Objection

5. To the best of my knowledge, information and belief, the claims listed on Exhibit A to the Twenty-Fifth Omnibus Objection have been amended and superseded by subsequently filed claims. Accordingly, to prevent multiple recoveries by claimants, the Debtors request that the Amended and Superseded Claims be disallowed in their entirety.

6. To the best of my knowledge, information and belief, the claim listed on Exhibit B to the Twenty-Fifth Omnibus Objection is for a claim allegedly incurred prior to the Commencement Date but which was filed well after the Bar Date. In addition, the claimant that filed the Late-Filed Claim is not otherwise excused from filing a proof of claim pursuant to the Bar Date Order. Accordingly, to prevent a recovery to those who have failed to follow the

² Capitalized terms used, but not defined, herein shall have the meaning ascribed to them in the Twenty-Fifth Omnibus Objection.

restrictions imposed by the Bar Date Order, the Debtors request that the Late-Filed Claim be disallowed in its entirety.

7. Based on the foregoing, and to the best of my knowledge, information and belief, the information contained in the Twenty-Fifth Omnibus Objection and exhibit thereto is true and correct, and the relief requested therein is in the best interests of the Debtors, their estates and creditors.

8. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge and belief.

Dated: March 15, 2010


By: 
Jonathan Goulding

Exhibit D
(Proposed Order)

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

-----X
: **Chapter 11**
: **Case No. 08-12229 (MFW)**
: **(Jointly Administered)**
: **Re: Docket No. ____**
-----X

In re
WASHINGTON MUTUAL, INC., et al.,¹
Debtors.

**ORDER GRANTING DEBTORS' TWENTY-FIFTH
OMNIBUS (NON-SUBSTANTIVE) OBJECTION TO CLAIMS**

Upon the objection, dated March 15, 2010 (the "Twenty-Fifth Omnibus Objection"), of Washington Mutual, Inc. ("WMI") and WMI Investment Corp. (collectively, the "Debtors"), as debtors and debtors in possession, for entry of an order disallowing in their entirety certain claims filed against these estates, all as more fully set forth in the Twenty-Fifth Omnibus Objection; and upon the *Declaration of Jonathan Goulding Pursuant to Local Rule 3007-1 in Support of Debtors' Twenty-Fifth Omnibus (Non-Substantive) Objection to Claims*, dated as of March 15, 2010; and the Court having jurisdiction to consider the Twenty-Fifth Omnibus Objection and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Twenty-Fifth Omnibus 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 Twenty-Fifth Omnibus 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

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Twenty-Fifth Omnibus Objection is in the best interest 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 Twenty-Fifth Omnibus Objection establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Twenty-Fifth Omnibus Objection is GRANTED as set forth herein; and it is further

ORDERED that each claim listed on Exhibit A hereto and listed in the column marked "Amended Claim to be Disallowed" is hereby disallowed in its entirety; and it is further

ORDERED that each claim listed on Exhibit B hereto is hereby disallowed in its entirety; and it is further

ORDERED that the rights and defenses of all parties, including, without limitation, the Debtors, to each claim listed on Exhibit A hereto and listed in the column marked "Remaining Claim Number" are expressly preserved; and it is further

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

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

Dated: April __, 2010
Wilmington, Delaware

UNITED STATES BANKRUPTCY JUDGE

Exhibit A

(Amended Claims to be Disallowed)

| Claimant | Remaining Claim Number | Amended Claim to be Disallowed | Filed Claim Amount | Debtor |
|--|-------------------------------|---------------------------------------|---------------------------|------------------|
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| Philip Foreman | 3816 | 1205 | Unliquidated | WMI |
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| Julie Montanari | 3698 | 2695 | \$ 808,678.39 | WMI |

¹ "WMI" refers to Washington Mutual, Inc.

Exhibit B

(Late-filed Claims to be Disallowed)

| Claimant | Claim Number | Filed Claim Amount | Debtor |
|-----------------|---------------------|---------------------------|---------------|
| Rosa Estrada | 3825 | \$ 151,455.26 | WMI |