

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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In re:	:	
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WASHINGTON MUTUAL, INC., <u>et al.</u>	:	Chapter 11
	:	
Debtors.	:	Case No. 08-12229 (MFW)
	:	
	:	(Jointly Administered)
	:	
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**FIRST SUPPLEMENTAL VERIFIED STATEMENT OF
BLANK ROME LLP PURSUANT TO RULE 2019 OF
THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Blank Rome LLP ("Blank Rome"), in accordance with Rule 2019 of the Federal Rules of Bankruptcy Procedure and in connection with its representation of certain holders of securities issued by Washington Mutual, Inc. ("WMI," and together with WMI Investment Corp., the "Debtors"), submits this first supplemental verified statement (the "Verified Statement") and respectfully states as follows:

1. Blank Rome has served as Delaware counsel to each of Appaloosa Management, L.P., 51 John F. Kennedy Parkway, Short Hills, New Jersey 07078, and various funds¹ represented by Appaloosa Management, L.P. (collectively referred to herein as "Appaloosa"), and Centerbridge Partners, L.P., 375 Park Avenue, 12th Floor New York, NY 10152-0002, and various funds² represented by Centerbridge Partners, L.P. (collectively referred to herein as "Centerbridge") since the inception of the above-captioned chapter 11 cases (the "Chapter 11")

¹ Appaloosa Management L.P. represents the following funds: (1) Appaloosa Investment L. P. I; (2) Palomino Fund Ltd.; (3) Thoroughbred Fund L.P.; and (4) Thoroughbred Master Ltd.

² Centerbridge Partners, L.P. represents the following funds: (1) Centerbridge Credit Partners, L.P. and (2) Centerbridge Credit Partners Master, L.P.



Cases”). Blank Rome also serves as Delaware counsel for Owl Creek Asset Management, L.P., 640 Fifth Avenue 20th Floor, New York, NY 10019-6102, and various funds³ represented by Owl Creek Management, L.P. (collectively referred to herein as “Owl Creek”) and Aurelius Capital Management, LP, 535 Madison Ave, 22nd Floor, New York, NY 10022, on behalf of itself and its managed fund entities⁴ (collectively referred to herein as “Aurelius”). See the First Supplemental Verified Statement of Fried, Frank, Harris, Shriver & Jacobson LLP Pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure (the “Fried Frank Statement”), filed contemporaneously herewith, for additional information regarding the representation of Appaloosa, Aurelius, Centerbridge and Owl Creek in these Chapter 11 Cases. Blank Rome may represent additional creditors or equity security holders of the Debtors from time to time and will update this Verified Statement accordingly.

2. As of May 14, 2010, based on information provided to Blank Rome, Blank Rome understands that the aforementioned, in the aggregate, are the beneficial owners of, or have investment authority with respect to (i) \$453,813,700 in face amount of WMI’s senior indebtedness, (ii) \$1,291,124,000 in face amount of WMI’s senior subordinated indebtedness, (iii) \$792,268,700 in face amount of WMI’s junior subordinated indebtedness, and (iv) approximately 955,665 shares of preferred stock issued by WMI. Blank Rome understands that each of Appaloosa, Aurelius, Centerbridge and Owl Creek acquired their respective claims against WMI at the price ranges and date ranges set forth on Exhibits A, B, C and D, respectively, attached to the Fried Frank Statement.

³ Owl Creek Asset Management, L.P. represents the following funds: (1) Owl Creek I, L.P.; (2) Owl Creek II, L.P.; (3) Owl Creek Overseas Fund, Ltd.; (4) Owl Creek Socially Responsible Investment Fund, Ltd.; (5) Owl Creek Asia I, L.P.; (6) Owl Creek Asia II, L.P.; and (7) Owl Creek Asia Master Fund, Ltd.

⁴ Aurelius Capital Management, LP manages the following funds: (1) Aurelius Capital Master, Ltd.; (2) Aurelius Convergence Master, Ltd.; and (3) ACP Master, Ltd.

3. Upon information and belief, Blank Rome does not presently own, nor has it previously owned, any claims against, or interests in, the Debtors.

4. If the Court, the Office of the United States Trustee, the Debtors, or the official committee of unsecured creditors requests any additional information concerning Blank Rome's representation of Appaloosa, Aurelius, Centerbridge and/or Owl Creek, Blank Rome will work with those entities to facilitate responding to those requests.

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5. Neither the filing of this Verified Statement nor any subsequent appearance, pleading, claim, or suit is intended or shall be deemed to waive: (i) the right to have orders in non-core matters entered only after *de novo* review by a district court; (ii) the right to trial by jury in any proceeding so triable in any case, controversy or adversary proceeding; or (iii) the right to have the reference withdrawn in any matter subject to mandatory or discretionary withdrawal of Appaloosa, Aurelius, Centerbridge and/or Owl Creek. In addition, all other rights, claims, actions, defenses, setoffs, or recoupments to which Appaloosa, Aurelius, Centerbridge and/or Owl Creek is or may be entitled under agreements, in law, or in equity, all of which rights, claims, actions, defenses, setoffs, and recoupments are expressly reserved.

Dated: May 17, 2010

BLANK ROME LLP



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*Counsel for Appaloosa, Aurelius, Centerbridge
and Owl Creek*

CERTIFICATE OF SERVICE

I, Michael D. DeBaecke, hereby certify that on the 17th day of May, 2010, I caused service of the attached **First Supplemental Verified Statement of Blank Rome LLP Pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure** to be made on the parties listed below in the manner indicated.

VIA HAND DELIVERY

Ashby & Geddes, P.A.
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VIA FIRST CLASS MAIL

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/s/ Michael D. DeBaecke
MICHAEL D. DEBAECKE