

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)
: :
: : Objection Deadline: June 10, 2010 at 4:00 p.m.
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NOTICE OF REJECTION OF EXECUTORY CONTRACTS OR UNEXPIRED LEASES

PLEASE TAKE NOTICE that, on March 25, 2009, the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") entered an order (the "Procedures Order") in the above-referenced chapter 11 cases of Washington Mutual, Inc. and WMI Investment Corp., as debtors and debtors in possession (collectively, the "Debtors"), among other things, approving expedited procedures (the "Rejection Procedures") for the rejection of executory contracts and unexpired leases ("Contracts" or "Leases," as the case may be).

PLEASE TAKE FURTHER NOTICE that, pursuant to the terms of the Procedures Order, the Debtors hereby provide notice of their intent to reject the Leases and/or Contracts listed on Schedule 1 hereto (the "Rejected Contracts and Leases"). Unless a written objection is filed and served in accordance with the terms of the Procedures Order, the Rejected Contracts and Leases will be rejected pursuant to 11 U.S.C. § 365(a) effective as of the date set forth on Schedule 1 to this Rejection Notice or, if no such date is set forth therein, the date of this Rejection Notice (the "Rejection Date").

PLEASE TAKE FURTHER NOTICE that objections, if any, to this Rejection Notice must be filed and served so that such objection is filed with the Bankruptcy Court and served on the following parties so as to be actually received on or before **June 10, 2010 at 4:00 p.m. (prevailing Eastern Time)**: (i) counsel to the Debtors, Weil, Gotshal & Manges, LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Brian S. Rosen, Esq.) and Richards, Layton & Finger, P.A., One Rodney Square, 920 North King Street, Wilmington, Delaware 19801 (Attn: Mark D. Collins, Esq.); (ii) the counterparties affected by this Rejection Notice; (iii) counsel to the official committee of unsecured creditors appointed in these chapter 11 cases, Akin Gump Strauss Hauer & Feld, LLP, One Bryant Park, New York, New York 10036 (Attn: Fred S.

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, Suite 2500, Seattle, Washington 98104.




Hodara, Esq. and David P. Simonds, Esq.); (iv) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn: Joseph J. McMahon, Jr., Esq.); and (v) any other interested parties to the Contract or Lease (collectively, the "Rejection Notice Parties").

PLEASE TAKE FURTHER NOTICE that, if an objection to this Notice is timely filed and served, the Debtors shall seek a hearing on such objection and shall provide notice of such hearing to the objecting party and the Rejection Notice Parties. If such objection is overruled by the Court or withdrawn, the rejection of the Contract or Lease shall be deemed effective (a) as of the Rejection Date, or (b) as otherwise determined by the Court as set forth in any order overruling such objection.

PLEASE TAKE FURTHER NOTICE that, pursuant to the terms of the Procedures Order, if the Debtors have deposited monies with the Contract or Lease counterparty as a security deposit or otherwise, the Contract or Lease counterparty may not setoff or otherwise use such deposit without the prior authorization of the Bankruptcy Court.

PLEASE TAKE FURTHER NOTICE that, pursuant to the terms of the Procedures Order, for any claim that you may assert against the Debtors as a result of the rejection of any Contract or Lease, you must submit a proof of claim for damages arising from such rejection, if any, to Kurtzman Carson Consultants LLC, at Washington Mutual Claims Processing Center, c/o Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, CA 90245, on or before the date that is 30 days after the date an order is entered approving the rejection of the Rejected Contracts and Leases. If you do not timely file such proof of claim, you shall be forever barred from asserting a claim for damages arising from the rejection of the applicable Lease or Contract.

Dated: Wilmington, Delaware
May 28, 2010



Mark D. Collins (No. 2981)
Chun I. Jang (No. 4790)
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– and –

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767 Fifth Avenue
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Facsimile: (212) 310-8007

ATTORNEYS TO THE DEBTORS
AND DEBTORS IN POSSESSION

Schedule 1

Counterparty	Title of Agreement	Contract Notice Address	Effective Date of Rejection
ACI Worldwide, Inc.	License Agreement L5087 dated 7/15/2002; Attachment A1 – Software Products and Charges dated July 15, 2002; Attachment A2-Base 24 dated July 15, 2002; Amendment 1 to Attachment A2 & A3 dated October 7, 2003; Amendment 2 to Attachment A2- dated December 15, 2004; Amendment 4 to Attachment A2 dated February 2, 2007; Attachment A3 – ACI Payments Management Attachment dated July 15, 2002; Amendment 2 to Attachment A3 dated March 3, 2005; Attachment A-5 –ACI Claims Manager dated July 15, 2002; Amendment 1 to Attachment A5 dated March 27, 2003; Amendment 2 to Attachment A5 dated April 12, 2004; Amendment 3 to Attachment A5 dated May 3, 2004; Amendment 4 to Attachment A5 dated April 20, 2005; Amendment 5 to Attachment A5 dated December 30, 2005; Attachment A6 – Transaction Security Services dated August 5, 2002; Attachment A-7 – Automated Key Distribution System dated May 12, 2003; Attachment A8- ACI PRM dated May 5, 2005; Attachment A12- Net24 TBP Network Modules Upgrade - dated March 30, 2007; Attachment A13 – Base24 TBP Network Modules Upgrade dated March 30, 2007; Attachment A14 – ACI Payment Management Attachment TBP Network Module Upgrade March 30, 2007: Amendment 1 to Attachment A14 – dated July 24, 2007; Attachment A16 – Automated Key Distribution System dated April 30, 2007; Attachment B1 – SOW Software Development dated September 7, 2006; Attachment B2	ACI Worldwide, Inc 330 South 108 th Avenue Omaha, Nebraska 68154-2684 Attn: Contracts Administration	June 3, 2010

Counterparty	Title of Agreement	Contract Notice Address	Effective Date of Rejection
	-SOW Software Development dated November 3, 2006; Attachment B3-SOW Software Development dated October 31, 2006		
ACI Worldwide (Massachusetts) Inc., formerly known as Intranet Worldwide, Inc., formerly known as Intranet, Inc.	Software License Agreement dated April 14, 2004; First Amendment dated February 15, 2005; Second Amendment dated April 30, 2005; Third Amendment dated June 28, 2005; Fourth Amendment dated February 7, 2008	Contracts Administration IntraNet, Inc. One Gateway Center, Suite 700 Newton, Massachusetts 02458 Fax: (617) 527-6779 With a copy to: Corporate Counsel Transaction Systems Architects, Inc. 330 South 108 th Avenue Omaha, Nebraska 68154-2684 Fax: (402) 390- 8077	June 3, 2010
Fortent Americas, Inc., (f/k/a Searchspace Corp.)	License Agreement dated March 31, 2003; First Amendment to License Agreement dated December 20, 2007	Searchspace Corp. 60 Broad Street New York, NY 10004 Attn: Chief Operating Officer Fax No: (212) 422-3335 With a copy to: General Counsel Searchspace Limited Prospect House 80-110 New Oxford Street London WC1A 1HB, UK Fax No: 4420 7436 9443	June 3, 2010
Fortent Americas, Inc., (f/k/a Searchspace Corp.)	Software Maintenance and Support Agreement dated April 14, 2003	Searchspace Corp. 60 Broad Street New York, NY 10004	June 3, 2010
Goldengate Software, Inc.	Customer Agreement dated March 31, 2006; Product Exhibit A-1 dated March 31, 2006, Product Exhibit A-2 dated March 31, 2006, Product Exhibit A-4 dated March 21, 2006	GoldenGate Software, Inc., 301 Howard Street, Suite 2100 San Francisco, CA 94105	June 3, 2010
Group 1 Software,	Master License Agreement #05-049	Group 1	June 3, 2010

Counterparty	Title of Agreement	Contract Notice Address	Effective Date of Rejection
Inc. (a wholly owned subsidiary of Pitney Bowes, Inc.)	dated November 17, 2004; Order #05-048 dated November 17, 2004	4200 Parliament Place Lanham, MD 20706 Attn: Contract Administration	
H&W Computer Systems, Inc.	Software License Master Agreement No. 9812102 dated February 18, 1999; First Amendment to Software License Master Agreement No. 9812102/WI318.012699 dated June 1, 2006; Work Schedule 1 dated February 12, 1999; Work Schedule No. 2 dated July 11, 2000; Work Schedule No. 3 dated July 11, 2000; Work Schedule No. 4 dated July 28, 2000; Work Schedule No. 5 dated February 6, 2002; Work Schedule No. 6 dated October 31, 2003; Work Schedule No. 7 dated February 25, 2004; Work Schedule No. 8 dated April 23, 2004; Work Schedule No.9 dated July 30, 2006	H&W Computer Systems, Inc 12438 W. Bridger St., Suite 100 Boise, ID 83713 Attn: Legal Counsel Fax: (208) 377-0336	June 3, 2010
Harland Financial Systems	Master Agreement Software License and Services dated September 27, 2001	Harland Financial Solutions, Inc. 400 SW Sixth Avenue Portland, OR 97204 Voice: 1(800) 274-7280 Fax: 1(503) 274-7280	June 3, 2010
Hewlett Packard f/n/a/ Peregrine Systems, Inc	End-User Software License Agreement SLA-US-001621V01; Amendment 1 dated August 10, 2001; Amendment 2 dated September 30, 2004; Addendum – Asset Center Web Tailoring Kit dated September 30, 2004, Addendum – Get-Resources Tailoring Kit dated September 30, 2004, Addendum –Get-Resources dated September 30, 2004; Schedule A to SLA-US-001621V01 dated September 30, 2004	Peregrine Systems, Inc 3611 Valley Centre Drive San Diego, CA 92130	June 3, 2010
Informatica Corporation	License to Use Informatica Software dated March 30, 2001; Addendum 1 to License to Use Software dated January 10, 2002; Addendum 2 to License to Use	Informatica Corporation 3360 West Bayshore Road Palo Alto, CA 94303 Attn: Legal Dept.	June 3, 2010

Counterparty	Title of Agreement	Contract Notice Address	Effective Date of Rejection
	Software dated December 17, 2004; Addendum Three to the License to Use dated July 5, 2006	Fax: (650) 251-7037	
Interactive Financial Services Group, Inc.	School Banking Source Code License and Services Agreement and Release dated October 6, 2006; First Amendment dated December 23, 2006; Second Amendment dated July 1, 2007	<p>Interactive Financial Services Group, Inc 4095 173rd Place S.E. Bellevue, WA 98101 Attn: Sherry Avena, Chairman</p> <p>Tel: (425) 649-8405 Fax: (425) 562-0058</p> <p>With a copy to: Law and IP Consultant Affiliates\ 4701 SW Admiral Way, #215 Seattle, WA 98116</p>	June 3, 2010

**Proposed Order Approving the
Rejection of the Rejected Contracts and Leases**

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

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

**ORDER APPROVING THE REJECTION
OF EXECUTORY CONTRACTS OR UNEXPIRED LEASES**

Upon the motion, dated March 9, 2009 (the “Rejection Procedures Motion”), of Washington Mutual, Inc. (“WMI”) and WMI Investment Corp. (“WMI Investment”), as debtors and debtors in possession (collectively, the “Debtors”), for entry of an order, pursuant to sections 105(a) and 365 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 6006 of the Federal Rules of Bankruptcy Procedure, for authorization to, among other things, establish expedited procedures (the “Rejection Procedures”) for the rejection of executory contracts and unexpired leases, all as more fully set forth in the Rejection Procedures Motion; and the Court having entered an order, dated March 25, 2009, approving, among other things, the Rejection Procedures (the “Procedures Order”) [Docket No. 817]; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Debtors having properly filed and served a rejection notice, dated May 28, 2010 (the “Rejection Notice”), in accordance with the terms of the Procedures Order in

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, Suite 2500, Seattle, Washington 98104.

respect of the Contracts² and Leases listed on Exhibit A hereto (the “Rejected Contracts and Leases”); and no timely objections having been filed to the rejection of the Rejected Contracts and Leases; and due and proper notice of the Procedures Order and Rejection Notice having been provided, and it appearing that no other notice need be provided; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED that, pursuant to sections 105(a) and 365(a) of the Bankruptcy Code, the Debtors’ rejection of the Rejected Contracts and Leases is hereby approved, with such rejection deemed effective as of the date set forth in the Rejection Notice; and it is further

ORDERED that any claims against the Debtors arising from the rejection of the Rejected Contracts and Leases must be filed in accordance with the procedures for filing of proofs of claim as set forth in the Procedures Order; and it is further

ORDERED that the Debtors are authorized to take any action necessary to implement the terms of this Order and the rejection of the Rejected Contracts and Leases without further order of the Court; and it is further

ORDERED that, in connection with the Debtors’ obligation, if any, under the Rejected Contracts and Leases to return or certify the destruction of property licensed or confidential information obtained pursuant to the Rejected Contracts and Leases, upon termination or expiration thereof, the Debtors’ rights are reserved to assert any and all claims against JPMorgan Chase Bank, N.A. (“JPMorgan”) for contribution, reimbursement, indemnification or otherwise with respect to any such obligations and corresponding liabilities incurred by the Debtors as a direct or indirect result of JPMorgan’s refusal to return or provide certification of destruction of property or confidential information in JPMorgan’s possession

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Procedures Order

arising from or related to a Rejected Contract or Lease, including, without limitation, all costs, attorneys' fees, and expenses incurred by the Debtors in connection therewith; provided, however, that nothing herein shall prejudice JPMorgan's right to contest any claims so asserted by the Debtors, any parties to the Rejected Contracts, or any other party in interest in this case; 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 and/or enforcement of this Order.

Dated: Wilmington, Delaware
_____, 2010

THE HONORABLE MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE

Exhibit A

Schedule 1

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Fortent Americas, Inc., (f/k/a Searchspace Corp.)	License Agreement dated March 31, 2003; First Amendment to License Agreement dated December 20, 2007	<p>Searchspace Corp. 60 Broad Street New York, NY 10004 Attn: Chief Operating Officer</p> <p>Fax No: (212) 422-3335</p> <p>With a copy to: General Counsel Searchspace Limited Prospect House 80-110 New Oxford Street London WC1A 1HB, UK</p> <p>Fax No: 4420 7436 9443</p>	June 3, 2010
Fortent Americas, Inc., (f/k/a Searchspace Corp.)	Software Maintenance and Support Agreement dated April 14, 2003	<p>Searchspace Corp. 60 Broad Street New York, NY 10004</p>	June 3, 2010
Goldengate Software, Inc.	Customer Agreement dated March 31, 2006; Product Exhibit A-1 dated March 31, 2006, Product Exhibit A-2 dated March 31, 2006, Product	<p>GoldenGate Software, Inc., 301 Howard Street, Suite 2100 San Francisco, CA 94105</p>	June 3, 2010

Counterparty	Title of Agreement	Contract Notice Address	Effective Date of Rejection
	Exhibit A-4 dated March 21, 2006		
Group 1 Software, Inc. (a wholly owned subsidiary of Pitney Bowes, Inc.)	Master License Agreement #05-049 dated November 17, 2004; Order #05-048 dated November 17, 2004	Group 1 4200 Parliament Place Lanham, MD 20706 Attn: Contract Administration	June 3, 2010
H&W Computer Systems, Inc.	Software License Master Agreement No. 9812102 dated February 18, 1999; First Amendment to Software License Master Agreement No. 9812102/WI318.012699 dated June 1, 2006; Work Schedule 1 dated February 12, 1999; Work Schedule No. 2 dated July 11, 2000; Work Schedule No. 3 dated July 11, 2000; Work Schedule No. 4 dated July 28, 2000; Work Schedule No. 5 dated February 6, 2002; Work Schedule No. 6 dated October 31, 2003; Work Schedule No. 7 dated February 25, 2004; Work Schedule No. 8 dated April 23, 2004; Work Schedule No.9 dated July 30, 2006	H&W Computer Systems, Inc 12438 W. Bridger St., Suite 100 Boise, ID 83713 Attn: Legal Counsel Fax: (208) 377-0336	June 3, 2010
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Interactive Financial Services Group, Inc.	School Banking Source Code License and Services Agreement and Release dated October 6, 2006; First Amendment dated December 23, 2006; Second Amendment dated July 1, 2007	Interactive Financial Services Group, Inc. 4095 173 rd Place S.E. Bellevue, WA 98101 Attn: Sherry Avena, Chairman Tel: (425) 649-8405 Fax: (425) 562-0058 With a copy to: Law and IP Consultant Affiliates\ 4701 SW Admiral Way, #215 Seattle, WA 98116	June 3, 2010