

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

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

**DECLARATION OF ROBERT Q. KLAMSER WITH RESPECT TO
THE TABULATION OF VOTES ON AND ELECTIONS PURSUANT TO
THE SIXTH AMENDED JOINT PLAN OF AFFILIATED DEBTORS
PURSUANT TO CHAPTER 11 OF THE UNITED STATES BANKRUPTCY CODE**

I, Robert Q. Klamser, hereby declare that the following is true to the best of my knowledge, information, and belief:

1. I am a Director and Senior Managing Consultant at Kurtzman Carson Consultants LLC ("KCC"), whose business address is 2335 Alaska Avenue, El Segundo, California 90245. I am over the age of 18 and not a party to this action. KCC specializes in, among other things, providing noticing, claims management, solicitation, and tabulation services to debtors in chapter 11 cases. By order, dated October 31, 2008 [Docket No. 202], the United States Bankruptcy Court for the District of Delaware (the "Court") authorized Washington Mutual, Inc. ("WMI") and WMI Investment Corp. ("WMI Investment"), as debtors and debtors in possession (collectively, the "Debtors"), to employ and engage KCC as claims and noticing agent for the Debtors, as well as, if requested, to assist with the solicitation and tabulation of votes on any chapter 11 plan.

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.



2. KCC has considerable experience in soliciting and tabulating votes to accept or reject proposed chapter 11 plans, and I am duly authorized to make and submit this declaration on behalf of KCC (the “Declaration”) regarding the tabulation of votes on and elections under the *Sixth Amended Joint Plan of Affiliated Debtors Pursuant to Chapter 11 of the United States Bankruptcy Code*, dated October 6, 2010 [Docket No. 5650] (as it has been or may be further amended or modified, the “Plan”).²

3. The Court-approved procedures for solicitation and tabulation of votes on and elections pursuant to the Plan are outlined in the *Order (I) Approving the Proposed Disclosure Statement and the Form and Manner of the Notice of the Disclosure Statement Hearing, (II) Establishing Solicitation and Voting Procedures, (III) Scheduling a Confirmation Hearing, and (IV) Establishing Notice and Objection Procedures for Confirmation of the Debtors’ Sixth Amended Joint Plan* (the “Procedures Order”) [Docket No. 5659], entered by the Court on October 21, 2010. As set forth in more detail below and in the *Declaration of David M. Sharp With Respect to the Tabulation of Votes on and Elections Pursuant to the Sixth Amended Joint Plan of Affiliated Debtors Pursuant to Chapter 11 of the United States Bankruptcy Code with Respect to Securities Voting Classes and Non-Filing WMB Senior Note Holders* (the “Sharp Declaration”), filed contemporaneously herewith, votes on the Plan and elections with respect thereto were solicited in accordance with the procedures set forth in the Procedures Order.

4. Except as otherwise indicated, all facts set forth in this Declaration are based upon my personal knowledge, my review of relevant documents, or my opinion based

² Unless otherwise defined herein, capitalized terms used herein shall have the meanings ascribed to such terms in the Plan, the Procedures Order, or in the *Memorandum of Law in Support of Confirmation of the Sixth Amended Joint Plan of Affiliated Debtors Pursuant to Chapter 11 of the United States Bankruptcy Code*, filed contemporaneously herewith.

upon experience, knowledge, and information concerning the Debtors' Chapter 11 Cases. If called upon to testify, I can and will testify competently to the facts and opinions set forth herein.

A. Background of Cases

5. 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.

6. On October 15, 2008, the United States Trustee for the District of Delaware (the "U.S. Trustee") appointed the Creditors' Committee. On January 11, 2010, the U.S. Trustee appointed the Equity Committee. By agreed order, dated July 22, 2010, the Court directed the U.S. Trustee to appoint an examiner to investigate certain matters. On July 26, 2010, the U.S. Trustee appointed Joshua R. Hochberg of McKenna Long & Aldridge LLP as examiner (the "Examiner").

B. The Debtors

7. 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.

8. Prior to the Commencement Date, WMI operated as a savings and loan holding company that owned 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 (the “FDIC”).

9. On September 25, 2008 (the “Receivership Date”), the Director of the OTS, by order number 2008-36, appointed the FDIC as receiver for WMB and advised that the FDIC Receiver was immediately taking possession of WMB. Immediately after its appointment as receiver, the FDIC Receiver 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.

C. Schedules and Claims

10. Shortly after the commencement of these cases, on December 19, 2008, the Debtors filed with the Court their schedules of assets and liabilities and their statements of financial affairs [Docket Nos. 475-478]. On January 27, 2009 and February 24, 2009, WMI filed with the Court its first and second, respectively, amended schedules of assets and liabilities and its first and second, respectively, amended statements of financial affairs [Docket Nos. 619-620 and 709-710, respectively]. On January 14, 2010, WMI filed a further amendment to its statement of financial affairs [Docket No. 2143] (collectively, the “Schedules”).

11. 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.

12. In accordance with the Bar Date Order, 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 each of *The New York Times (National Edition)*, *The Wall Street Journal*, *The Seattle Times*, and *The Seattle Post-Intelligencer*.

13. Over 3,900 proofs of claim have been filed in these Chapter 11 Cases. The Debtors are in the process of reviewing and reconciling such claims. In that regard, the Debtors have filed 59 omnibus claims objections and numerous individual objections. To date, approximately 2,100 claims have been disallowed or withdrawn. As the claims agent, KCC has been maintaining the claims register in these chapter 11 cases and keeping track of claims that have been filed, objected to, resolved, or withdrawn, as the case may be.

14. On October 6, 2010, the Debtors filed the Plan and a related Disclosure Statement. The Plan embodies, and is premised upon, a global compromise and settlement of certain issues in dispute among the Debtors, the FDIC, and JPMorgan Chase, as set forth in the Global Settlement Agreement. On October 21, 2010, the Court entered the Procedures Order (i) approving the Disclosure Statement as containing "adequate information" within the meaning of section 1125 of the Bankruptcy Code, (ii) establishing certain procedures for the solicitation and tabulation of votes on and elections pursuant to the Plan, and (iii) establishing December 1, 2010 for the commencement of the hearing to consider confirmation of the Plan.

15. I am submitting this Declaration in support of confirmation of the Plan, by providing factual evidence necessary to meet and satisfy certain confirmation standards and

requirements.³ Specifically, this Declaration outlines (i) the solicitation process with respect to the Direct Voting Classes (as defined below), (ii) the tabulation of votes on the Plan from persons or entities in the Direct Voting Classes, and (iii) the tabulation of elections available pursuant to the Plan regarding releases and forms of distributions.

D. The Solicitation Process

16. The Procedures Order established October 18, 2010 as the Voting Record Date for determining which holders of Claims and Equity Interests were entitled to receive Solicitation Packages and, where applicable, vote on or make elections thereunder; provided, however, that the Voting Record Date for holders of WMB Senior Notes Claims was the Bar Date. Pursuant to the Plan and the Procedures Order, holders of Allowed Claims and Equity Interests, as the case may be, in the following Classes were entitled to vote to accept or reject the Plan: Class 2 (Senior Notes Claims), Class 3 (Senior Subordinated Notes Claims), Class 12 (General Unsecured Claims), Class 14 (CCB-1 Guarantees Claims), Class 15 (CCB-2 Guarantees Claims), Class 16 (PIERS Claims), Class 17A (WMB Senior Notes Claims), Class 18 (Subordinated Claims), Class 19 (REIT Series), and Class 20 (Preferred Equity Interests) (together, the “Voting Classes”).

17. Pursuant to the Procedures Order, KCC relied on the Schedules and the Claims information pertaining to the Debtors’ Chapter 11 Cases, as reflected in KCC’s CaseView system, in order to identify the holders of Claims in Classes 12, 17A, and 18 entitled to vote to accept or reject the Plan (the “Direct Voting Classes”).

³ Other factual elements in support of confirmation not addressed herein are provided in one or more other declarations filed contemporaneously herewith. In particular, while this declaration contains a summary of results from the tabulation of votes on and elections pursuant to the Plan with respect to every Class, more detailed information regarding the solicitation and tabulation of votes on and elections pursuant to the Plan with respect to holders of securities are set forth in that certain Sharp Declaration.

18. Using the information outlined above, KCC created a voting database reflecting the names of holders, addresses of holders, voting amounts, and classification of Claims and Equity Interests in the Direct Voting Classes, which database was reviewed by Debtors' counsel. Using its CaseView database and the forms approved by this Court pursuant to the Procedures Order, KCC generated Ballots for holders of Claims and Equity Interests in the Direct Voting Classes.

19. Additionally, KCC relied on the Schedules and the claims information pertaining to the Debtors' chapter 11 cases as reflected in KCC's CaseView system in order to identify the holders of claims in Classes 1, 4, 5, 6, 7, 8, 9, 10, 11, and 13, whose Claims are unimpaired pursuant to the Plan and, accordingly, are not entitled to vote on and are deemed to accept the Plan. Furthermore, KCC relied on its CaseView system in order to identify holders of Claims in Class 17B, who are not receiving or retaining any property pursuant to the Plan, and, accordingly, are not entitled to vote on and are deemed to reject the Plan. For all holders of Claims in the foregoing Classes, and to holders of Claims in other classes who, pursuant to the Procedures Order, for various reasons, also were not entitled to vote, KCC generated Notices of Non-Voting Status in the forms approved by this Court pursuant to the Procedures Order.

20. In accordance with the Procedures Order, on or before October 22, 2010, KCC caused to be served all Solicitation Packages containing Ballots to holders of Claims and Equity Interests in the Direct Voting Classes. An affidavit evidencing KCC's service of the foregoing was filed with the Court on October 29, 2010 [Docket No. 5723].

21. In accordance with the Procedures Order, on or before October 22, 2010, KCC caused to be served Solicitation Packages containing Notices of Non-Voting Status to holders of Claims whose Claims are unimpaired under the Plan and, accordingly, are not entitled to vote on and are deemed to accept the Plan, and to holders of Claims in other classes who,

pursuant to the Procedures Order, for various reasons, also are not entitled to vote. Such Solicitation Packages did not contain the Plan or Disclosure Statement, but did include a Confirmation Hearing Notice. An affidavit evidencing KCC's service of the foregoing was filed with the Court on October 29, 2010 [Docket No. 5723].

22. The Solicitation Packages contained copies of the Procedures Order, the Confirmation Hearing Notice, a CD-ROM containing the Disclosure Statement (including the Plan and Global Settlement Agreement as attachments), letters in support of or voicing opposition to the Plan, Ballots (as applicable), and Notices of Non-Voting Status (as applicable).

23. KCC also caused the service of supplemental Solicitation Packages upon request throughout the voting period. An affidavit evidencing KCC's service of the supplemental Solicitation Packages was filed with the Court on November 2, 2010 [Docket No. 5762].

24. KCC also caused the publication of the Confirmation Hearing Notice on November 4, 2010 in each of *The New York Times (National Edition)*, *The Wall Street Journal*, and *The Seattle Times*. Affidavit evidencing KCC's publication of the Confirmation Hearing Notice were filed with the Court on November 9, 2010 [Docket Nos. 5824-5826].

25. After the Examiner issued his Final Report on November 1, 2010 [Docket No. 5735], KCC made publicly available such Final Report at www.kccllc.net/wamu, also on November 1, 2010. Subsequently, the Debtors filed a notice of such public availability of the Final Report [Docket No. 5791]. KCC served such notice and posted such notice at www.kccllc.net/wamu. An affidavit evidencing such service and posting was filed with the Court on November 18, 2010 [Docket No. 5983].

E. The Tabulation Process with Respect to Direct Voting Classes

1. Ballots - Votes

26. The Procedures Order established November 15, 2010 at 5:00 p.m. (Pacific Time) as the deadline for KCC to receive executed Ballots to accept or reject the Plan (the “Voting Deadline”).

27. On November 10, 2010, the Debtors filed a notice extending the Voting Deadline for all Classes to November 18, 2010 at 12:00 noon (Pacific Time) [Docket No. 5831]. KCC served such notice and posted such notice at www.kccllc.net/wamu. An affidavit evidencing such service and posting was filed with the Court on November 18, 2010 [Docket No. 5983]. Additionally, on November 15, 2010, the Debtors filed a notice further extending the Voting Deadline for solely Class 16 to November 19, 2010 at 5:00 p.m. (Pacific Time) [Docket No. 5906]. KCC served such notice and posted such notice at www.kccllc.net/wamu. An affidavit evidencing such service and posting was filed with the Court on November 18, 2010 [Docket No. 5983].

28. Pursuant to the Procedures Order, KCC received and tabulated Ballots from Direct Voting Classes as follows: (a) each returned Ballot received on or before the Voting Deadline was opened and inspected at KCC’s office; (b) Ballots were date-stamped, sorted according to Plan Class, and scanned into KCC CaseView; and (c) all Ballots were then tabulated in accordance with the tabulation rules outlined in the Procedures Order.

29. Set forth below is a summary of the voting results with respect to the Voting Classes tabulated on a consolidated basis, including the Securities Voting Classes for which detailed results are available in the Sharp Declaration:⁴

⁴ Less than ten (10) Claims remained against WMI Investment as of the Voting Record Date. All such Claims were filed in unliquidated amounts and, according to the Procedures Order, were eligible to vote in the General Unsecured

Total Ballots Received By the Voting Deadline⁵			
Accept		Reject	
Number	Amount	Number	Amount
Class 2 – Senior Notes Claims			
904 (95.56%)	\$4,040,297,623.07 (99.96%)	42 (4.44%)	\$1,576,560.77 (0.04%)
Class 3 – Senior Subordinated Notes Claims			
329 (96.20%)	\$1,640,816,698.68 (99.94%)	13 (3.80%)	\$997,722.68 (0.06%)
Class 12 – General Unsecured Claims			
129 (94.16%)	\$38,073,045,575.66 (>99.99%)	8 (5.84%)	\$1,103,257.00 (<0.01%)
Class 14 – CCB-1 Guarantees Claims			
1 (20.00%)	\$500,000.00 (1.54%)	4 (80.00%)	\$32,000,000.00 (98.46%)
Class 15 – CCB-2 Guarantees Claims			
0 (0.00%)	\$0.00 (0.00%)	2 (100.00%)	\$19,000,000.00 (100.00%)
Class 16 – PIERS Claims			
120 (48.58%)	\$764,304,752.18 (97.24%)	127 (51.42%)	\$21,688,401.71 (2.76%)
Class 17A – WMB Senior Notes Claims			
94 (100.00%)	\$2,198,253,722.08 (100.00%)	0 (0.00%)	\$0.00 (0.00%)
Class 18 – Subordinated Claims			
0 (0.00%)	\$0.00 (0.00%)	6 (100.00%)	\$6.00 (100.00%)
Class 19 – REIT Series			
N/A	1,128 (34.40%)	N/A	2,152 (65.60%)
Class 20 – Preferred Equity Interests			
N/A	918,464 (7.64%)	N/A	11,106,210 (92.36%)

30. Attached as Exhibit A to this Declaration is a true and correct copy of a detailed report of Ballots tabulated for Classes 12, 17A, and 18.

Claims Class in the amount of \$1 each. The holders of these Claims received Ballots to cast a vote, but no Ballot was cast on account of these Claims.

⁵ A number of ballots were received after the Voting Deadline. Such ballots are included in Exhibit D, as discussed in more detail below.

31. Pursuant to the Procedures Order, Ballots that were properly completed, executed, and timely returned to KCC but (a) did not indicate either an acceptance or rejection of the Plan, or (b) indicated both an acceptance and a rejection of the Plan, were deemed to reflect the voter's intent to accept the Plan.

32. Approximately 8 holders of General Unsecured Claims elected timely to reduce the allowed amount of their General Unsecured Claims to no more than \$50,000 to receive treatment as Convenience Claims (Class 13). In addition, approximately 5 holders of unliquidated General Unsecured Claims have elected to reduce the Allowed Amount of their General Unsecured Claims to \$50,000 to receive treatment as Convenience Claims (Class 13). Accordingly, these General Unsecured Claims were treated as Convenience Claims in compiling the voting results set forth in Exhibit A, and, pursuant to the Plan and the Procedures Order, the holders thereof are deemed to have accepted the Plan.

2. Ballots – Exchange Elections

33. In addition to recording how creditors voted on the Plan, KCC also tabulated elections that certain creditors were authorized to make pursuant to the Plan regarding the amount of their distribution, if any, to be received in the form of Reorganized Common Stock (if issued) (the “Exchange Elections”). Attached hereto as Exhibit B is a true and correct copy of a detailed report of the Exchange Elections tabulated for Direct Voting Class 12.

34. KCC also filed and served the Stock Election Notice on November 22, 2010. An affidavit evidencing KCC's service of the Stock Election Notice was filed with the Court on November 23, 2010 [Docket No. 6078].

3. Ballots – Release Elections

35. In addition to the foregoing, KCC also tracked which entities elected to grant the releases set forth in Section 43.6 of the Plan (the “Release Elections”). Holders of

Claims entitled to vote in, among others, Classes 12 and 17A could note their decision regarding the Release Elections on their respective Ballots by electing to “opt out” of granting such releases. Holders of Claims entitled to vote in, among others, Class 18 could note their decision regarding the Release Elections on their respective Ballots by electing to “opt in” to grant such releases.

36. Attached hereto as Exhibit C is a true and correct copy of a detailed report of the Release Elections tabulated for Direct Voting Classes 12, 17A, and 18.

4 Unacceptable Ballots

37. Attached hereto as Exhibit D is a detailed report of all Ballots in the Direct Voting Classes not included in the tabulation above because such Ballots did not satisfy the requirements for a valid Ballot as set forth in the Procedures Order, for the reasons described below:

- Ballots received after the Voting Deadline for which the Debtors did not grant an extension of the Voting Deadline in writing with respect to such Ballot;
- Ballots that were illegible or contained insufficient information to permit the identification of the voting party;
- Ballots cast by a person or entity that did not hold a Claim or Equity Interest in a Class entitled to vote to accept or reject the Plan;
- Ballots cast by a person or entity who was not entitled to vote, even if such person or entity held a Claim in a Direct Voting Class;
- Unsigned Ballots;
- Ballots with respect to which the Court determined, after notice and a hearing, that such vote was not solicited or procured in good faith or in accordance with the provisions of the Bankruptcy Code; or
- Ballots transmitted to KCC by facsimile or other means not specifically approved in the Procedures Order.

38. The exclusion of Ballots for these reasons resulted in the exclusion of \$50,000.00 in 1 accepting Ballot in Class 17A and \$101,322.00 in 1 incomplete Ballot in Class 12.

F. Conclusion

39. To the best of my knowledge, information and belief, the foregoing information concerning the distribution, submission and tabulation of Ballots for Direct Voting Classes in connection with the Plan is true. These Ballots are stored at KCC's office and are available for inspection by or submission to this Court.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 23rd day of
November, 2010.


By: 
Robert Q. Klamser
Senior Managing Consultant and
Director, Corporate Restructuring Services
Kurtzman Carson Consultants LLC
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rklamser@kccfic.com

Exhibit A

(Detailed Report of Ballots Tabulated in Direct Voting Classes)

Exhibit A - Class Summary

Class Name	Class Description	Votes Accept	Votes Reject	Unacceptable Votes	% Votes Accept	% Votes Reject	Dollars Accept	Dollars Reject	Dollars Abstained	% Dollars Accept	% Dollars Reject
12	General Unsecured Claims	129	8	0	94.16%	5.84%	\$38,073,045,575.66	\$1,103,257.00	\$200,000.00	>99.99%	<0.01%
17A	WMB Senior Notes Claims	94	0	1	100.00%	0.00%	\$2,198,253,722.08	\$0.00	\$0.00	100.00%	0.00%
18	Subordinated Claims	0	6	0	0.00%	100.00%	\$0.00	\$6.00	\$0.00	0.00%	100.00%

**Exhibit A - Class 12
Ballot Detail**

Ballot Number	Creditor Name	Date Received	Voting Amount	Item 2: Accept or Reject
141	ADELLE COMFORT	11/16/10	\$1.00	Reject
101	ALAN DOMAN	11/16/10	\$141,420.66	Accept
173	ANN L PIKE	11/17/10	\$1.00	Accept
86	Atlantic Richfield Corporation	11/15/10	\$1.00	Reject
212	BERNARD YU	11/18/10	\$520,973.62	Accept
55	BETTE LOU JACOBSON	11/11/10	\$258,480.00	Accept
52	Blue Angel Claims LLC	11/10/10	\$1,379,960.03	Accept
69	Brian L Placzek	11/12/10	\$495,000.00	Accept
5	BRUCE F ANTENBERG	11/4/10	\$1.00	Accept
125	BRUCE WEITZMAN	11/16/10	\$126,709.47	Accept
1	BYRON ALLUMBAUGH	10/29/10	\$87,431.00	Accept
33	Carey M Brennan	11/8/10	\$150,300.00	Accept
67	Carol Hove Ahmanson	11/12/10	\$1,455,180.75	Accept
122	CASEY M NAULT	11/16/10	\$401,029.82	Accept
131	Catharine E Killien	11/16/10	\$294,849.93	Accept
11	Charles Edward Smith	11/5/10	\$98,440.00	Accept
53	CHARLES M SLEDD	11/10/10	\$217,392.42	Accept
118	CHARLES ROUSSIN	11/16/10	\$1.00	Accept
132	CHARLES ROUSTIN	11/16/10	\$12,661.19	Accept
15	CONSTANTINO RAZ	11/8/10	\$53,245.89	Accept
152	CRAIG E TALL	11/17/10	\$4,004,083.00	Accept
104	DANIEL P SANFORD	11/16/10	\$82,552.00	Accept
38	Daniel R Coleman	11/9/10	\$581,250.00	Accept
74	Daryl D David	11/12/10	\$5,942,167.00	Accept
23	DAVID BECK	11/8/10	\$132,585.67	Accept
138	David G Murphy	11/16/10	\$557,846.05	Accept
124	DAVID J PAPPALARDO	11/16/10	\$64,234.95	Accept
115	David Lee Erdle	11/16/10	\$66,647.27	Accept
176	DAVID SHAVER	11/17/10	\$520,154.97	Accept
92	Deanna Oppenheimer	11/15/10	\$1.00	Accept
169	DEBRA KEGEL	11/17/10	\$314,870.00	Accept
2	DONALD HARTLEY	11/2/10	\$188,885.94	Accept
72	DOTTIE J JENSEN	11/12/10	\$219,648.80	Accept
35	DOUGLAS BEIGHLE	11/8/10	\$270,452.84	Accept
31	Duane Duck	11/8/10	\$443,625.00	Accept
41	Duff & Phelps LLC	11/9/10	\$220,000.00	Accept
49	ELLISON RABUN	11/9/10	\$1.00	Accept
66	F Anthony Kurtz & Virginia L Kurtz	11/12/10	\$900,327.45	Accept
113	Fay L Chapman	11/16/10	\$1,325,000.00	Accept
128	Fay L Chapman	11/16/10	\$1,423,695.28	Accept
130	Fay L Chapman	11/16/10	\$121,447.73	Accept
178	Federal Deposit Insurance Corporation	11/17/10	\$27,996,269,197.47	Accept
64	Frederic J Forster	11/12/10	\$1,584,177.95	Accept
24	GARY POKRZYWINSKI	11/8/10	\$1,249,500.00	Accept
3	GARY R BEVERIDGE	11/2/10	\$38,397.26	Accept
42	GEOFFREY G OLSEN	11/9/10	\$441,606.76	Accept
51	GWENDOLYN A HEATH	11/10/10	\$1.00	Accept
58	Gwynn C Virotek	11/11/10	\$140,283.82	Accept
61	Hain Capital Holdings II LLC	11/12/10	\$336,266.67	Accept
62	Hain Capital Holdings II LLC	11/12/10	\$381,256.03	Accept
111	HENRY J BERENS	11/16/10	\$326,826.37	Accept
9	Hung Huu Ngo	11/5/10	\$484,426.80	Accept
36	J VALDES CUGAT	11/8/10	\$1.00	Accept
30	Jack A Cornick	11/8/10	\$281,919.39	Accept

**Exhibit A - Class 12
Ballot Detail**

Ballot Number	Creditor Name	Date Received	Voting Amount	Item 2: Accept or Reject
108	James Carl Rice	11/16/10	\$667,587.09	Accept
87	JANQUELIN F SCHRAG	11/15/10	\$933,174.00	Accept
88	JANQUELIN F SCHRAG	11/15/10	\$218,341.78	Accept
105	JAY A WEISBROD	11/16/10	\$283,084.85	Accept
32	Jay Henniger	11/8/10	\$307,897.00	Accept
45	JESSIE FIEDLER	11/9/10	\$194,507.72	Accept
177	JOHANNA BRENT	11/17/10	\$213,900.45	Accept
70	JOHN C SCHLECK	11/12/10	\$107,607.27	Accept
17	JOHN STEWART	11/8/10	\$634,906.00	Accept
171	JONATHAN CALVERT	11/17/10	\$805,280.00	Accept
214	JPMorgan Chase Bank National Association	11/18/10	\$10,000,000,000.00	Accept
18	JR Saldivar	11/8/10	\$118,080.00	Accept
12	KARI NOOMEN	11/8/10	\$1,830,837.23	Accept
102	Kathleen A Jacobs	11/16/10	\$317,458.92	Accept
65	Ken Yaryan & Kuelli Yaryan	11/12/10	\$1,025,247.68	Accept
151	Kenneth L Leander	11/17/10	\$192,753.93	Accept
150	KENT A WIEGEL	11/17/10	\$78,959.31	Accept
89	KEVIN J MCDONOUGH	11/15/10	\$73,526.02	Accept
90	KEVIN J MCDONOUGH	11/15/10	\$128,731.74	Accept
7	LENI E ANTENBERG	11/4/10	\$1.00	Accept
119	LINDA MINKEY	11/16/10	\$306,200.93	Accept
68	LINDY J FRIEDLANDER	11/12/10	\$294,096.26	Accept
22	M Douglass Barry	11/8/10	\$112,164.10	Accept
84	Marcia Lansdon	11/15/10	\$240,234.89	Accept
126	Margaret Lynn Ryder Gross	11/16/10	\$256,820.79	Accept
208	MARGARET OSMER MCQUADE	11/18/10	\$86,262.59	Accept
83	Mario Antoci & Diane Antoci	11/15/10	\$1,365,958.00	Accept
174	MARY BETH DAVIS	11/17/10	\$885,255.00	Accept
47	MATTHEW S GASPARD	11/9/10	\$861,179.00	Accept
39	MATTHEW SCOTT GASPARD	11/9/10	\$57,018.55	Accept
75	Medina & Thompson	11/12/10	\$600,000.00	Accept
44	MICHAEL MEIGHAN	11/9/10	\$100,000.00	Accept
107	MICHAEL RAPAPORT	11/16/10	\$272,644.48	Accept
50	Michael Robert Miller	11/10/10	\$113,855.41	Accept
73	MICHELLE MCCARTHY	11/12/10	\$1,740,214.00	Accept
181	MIKE E BRANDEBERRY	11/17/10	\$82,779.97	Accept
8	Mitchell Stevens	11/5/10	\$890,660.00	Accept
190	MSG Media a division of Madison Square Garden LP	11/17/10	\$7,596,726.00	Accept
60	Nancy Gregory	11/12/10	\$841,964.15	Accept
29	NIELS JORGENSEN	11/8/10	\$1.00	Accept
57	NORLEASE INC	11/11/10	\$2,992,548.51	Accept
48	PHILIP M FOREMAN	11/9/10	\$405,000.00	Accept
6	RADHA THOMPSON	11/4/10	\$1,354,040.00	Accept
63	RAJ B KUMAR	11/12/10	\$579,106.46	Accept
25	Randall Yoakum	11/8/10	\$1,165,000.00	Accept
46	Richard B Wisenburg	11/9/10	\$134,873.50	Accept
134	RICHARD NOLAN	11/16/10	\$200,311.10	Accept
20	ROBERT B AKARD	11/8/10	\$1.00	Accept
110	ROBERT BOWDOIN	11/16/10	\$280,584.33	Accept
71	ROBERT C BJORKLUND	11/12/10	\$405,000.00	Accept
114	ROBERT C HILL	11/16/10	\$1,103,250.00	Reject
59	ROBERT J FLOWERS	11/12/10	\$86,701.76	Accept
112	Robert James Mathison	11/16/10	\$132,093.69	Accept

**Exhibit A - Class 12
Ballot Detail**

Ballot Number	Creditor Name	Date Received	Voting Amount	Item 2: Accept or Reject
103	ROBERT M BRODRICK	11/16/10	\$289,388.11	Accept
116	Rolland Jurgens	11/16/10	\$1.00	Accept
136	RONALD M LOWERY	11/16/10	\$446,331.00	Accept
142	ROSWELL PERKINS	11/16/10	\$66,527.08	Accept
133	SEAN BECKETTI	11/16/10	\$1,111,232.80	Accept
210	Serengeti Lycaon MM LP	11/18/10	\$825,215.70	Accept
207	Serengeti Rapax MM LP	11/18/10	\$825,215.70	Accept
167	SHEARMAN & STERLING LLP	11/17/10	\$927,634.10	Accept
14	Stanley M Blauser	11/8/10	\$1.00	Accept
135	Stauffer Management Company LLC Agent for Bayer CropScience Inc	11/16/10	\$1.00	Reject
140	STEPHEN FORTUNATO	11/16/10	\$1,065,896.00	Accept
172	Susan McCarthy	11/17/10	\$200,000.00	Accept
137	The BKK Joint Defense Group and Each Individual Group Member Thereof	11/16/10	\$1.00	Reject
123	THERESA MULRANE	11/16/10	\$1.00	Reject
121	THERESE A ASTI	11/16/10	\$1.00	Accept
34	Thomas E Allen	11/8/10	\$773,799.00	Accept
80	THUMS Long Beach Company	11/15/10	\$1.00	Reject
19	Tim Maimone	11/8/10	\$423,424.74	Accept
129	Timothy Boris Smallow	11/16/10	\$367,875.00	Accept
13	Timothy Joseph Maimone	11/8/10	\$1,044,149.60	Accept
127	TODD H BAKER	11/16/10	\$3,109,450.50	Accept
21	WALTRAUD AKARD	11/8/10	\$1.00	Accept
100	Warren Androus & Delores Androus	11/15/10	\$641,377.67	Accept
82	William A Barrett & Virginia L Barrett	11/15/10	\$3,032,635.58	Accept
26	William G Reed Jr	11/8/10	\$289,568.30	Accept
54	WILLIAM J WILEY	11/10/10	\$30,685.00	Accept
85	WILLIAM L LYNCH	11/15/10	\$224,659.71	Accept
28	WILLIAM WRIGHT	11/8/10	\$1.00	Accept
91	Witness Systems Inc	11/15/10	\$172,913.36	Accept
180	Yaw M Mensah	11/17/10	\$1.00	Reject

TOTALS			
Votes to Accept	129	94.16%	
Votes to Reject	8	5.84%	
Dollars to Accept	\$38,073,045,575.66	100.00%	
Dollars to Reject	\$1,103,257.00	0.00%	

**Exhibit A - Class 13
Ballot Detail**

Ballot Number	Creditor Name	Date Received	Voting Amount	Item 2: Accept or Reject	Item 4: Did the creditor check the convenience box?
4	BRUCE MANLEY	11/3/10	\$1.00	Accept	Yes
211	Egencia LLC An Expedia Company fka Expedia Corporate Travel LLC aka ECT	11/18/10	\$50,000.00	Accept	Yes
106	ELVIRA A DREIZLER	11/16/10	\$1.00	Accept	Yes
56	JAKE D DOMER	11/11/10	\$64,050.00	Accept	Yes
43	JOHN E BENEVENTO	11/9/10	\$73,373.00	Accept	Yes
117	Marc Malone	11/16/10	\$51,062.60	Accept	Yes
40	MAUREEN A SHAFER	11/9/10	\$77,838.79	Accept	Yes
10	Mitchell Stevens	11/5/10	\$75,000.00	Accept	Yes
209	Patricia M Roberts	11/18/10	\$124,050.00	Accept	Yes
120	ROBERT B DREIZLER	11/16/10	\$1.00	Accept	Yes
139	SHIFFIE DILIBERTO	11/16/10	\$1.00	Accept	Yes
16	STEPHEN I CHAZEN	11/8/10	\$1.00	Accept	Yes
109	Weljia Wu Common Name Vicky Wu	11/16/10	\$138,000.00	Accept	Yes

**Exhibit A - Class 17A
Ballot Detail**

Ballot Number	Creditor Name	Date Received	Voting Amount	Item 2: Accept or Reject?
37	New Generations Federal Credit Union	11/8/10	\$1.00	Accept
76	Cerberus International II Master Fund LP	11/12/10	\$10,669,000.00	Accept
77	CIP Four Mortgage Securities LTD	11/12/10	\$156,876,000.00	Accept
78	Cerberus Partners II LP	11/12/10	\$2,355,000.00	Accept
79	Coöperatieve Centrale Raiffeisen Boerenleenbank BA	11/12/10	\$15,069,902.08	Accept
81	Union Bank	11/15/10	\$5,000,000.00	Accept
93	Gruess Global Investors Master Fund Enhance Ltd	11/10/10	\$14,137,000.00	Accept
94	Gruess Global Investors Master Fund Enhanced Ltd	11/10/10	\$5,561,200.00	Accept
95	Stone Lion Portfolio LP	11/11/10	\$91,585,000.00	Accept
96	Gruess Global Investors Master Fund Ltd	11/10/10	\$12,863,000.00	Accept
97	Gruess Global Investors Master Fund Ltd	11/10/10	\$4,438,800.00	Accept
98	Ing Direct NV Sucursal en Espana	11/10/10	\$101,352,672.00	Accept
99	Ogier Fiduciary Services Cayman Limited	11/11/10	\$11,750,000.00	Accept
143	Davidson Kempner Partners	11/16/10	\$1,175,000.00	Accept
144	Davidson Kempner Institutional Partners LP	11/16/10	\$1,526,000.00	Accept
145	Davidson Kempner International Ltd	11/16/10	\$1,448,000.00	Accept
146	Davidson Kempner Distressed Opportunities Fund LP	11/16/10	\$332,000.00	Accept
147	M H Davidson & Co	11/16/10	\$519,000.00	Accept
148	Gruess Global Investors Master Fund Enhanced Ltd	11/16/10	\$3,699,000.00	Accept
149	Gruess Global Investors Master Fund Ltd	11/16/10	\$5,029,900.00	Accept
153	Silver Point Capital Offshore Master Fund LP	11/17/10	\$58,250,000.00	Accept
154	Silver Point Capital Fund LP	11/17/10	\$30,800,000.00	Accept
155	Silver Point Capital Offshore Master Fund LP	11/17/10	\$10,150,000.00	Accept
156	Silver Point Capital Fund LP	11/17/10	\$4,350,000.00	Accept
157	Silver Point Capital Fund LP	11/17/10	\$1,800,000.00	Accept
158	Silver Point Capital Offshore Master Fund LP	11/17/10	\$4,200,000.00	Accept
159	Silver Point Capital Offshore Master Fund LP	11/17/10	\$10,674,000.00	Accept
160	Silver Point Capital Offshore Master Fund LP	11/17/10	\$10,920,000.00	Accept
161	Silver Point Capital Fund LP	11/17/10	\$276,000.00	Accept
162	Silver Point Capital Fund LP	11/17/10	\$4,380,000.00	Accept
163	Silver Point Capital Offshore Master Fund LP	11/17/10	\$19,505,000.00	Accept
164	Silver Point Capital Fund LP	11/17/10	\$6,745,000.00	Accept
165	Silver Point Capital Offshore Master Fund LP	11/17/10	\$56,900,000.00	Accept
166	Silver Point Capital Fund LP	11/17/10	\$24,100,000.00	Accept
168	Barclays Capital	11/17/10	\$1,000,000.00	Accept
170	Barclays Capital Inc	11/17/10	\$9,000,000.00	Accept
175	CVI GVF LUX Master S A R L	11/17/10	\$17,515,200.00	Accept
179	Citigroup Global Markets Inc	11/17/10	\$5,500,000.00	Accept
182	Marathon Credit Opportunity Master Fund Ltd	11/17/10	\$5,265,000.00	Accept
183	Marathon Credit Master Fund LTD	11/17/10	\$500,000.00	Accept
184	Goldman Sachs & Co	11/17/10	\$15,900,000.00	Accept
185	Goldman Sachs & Co	11/17/10	\$2,919,200.00	Accept
186	Goldman Sachs & Co	11/17/10	\$6,600,000.00	Accept
187	Goldman Sachs & Co	11/17/10	\$20,150,000.00	Accept
188	Goldman Sachs & Co	11/17/10	\$14,275,000.00	Accept
189	Goldman Sachs & Co	11/17/10	\$12,425,000.00	Accept
191	RBS Securities Inc	11/17/10	\$12,000,000.00	Accept
192	Fernwood Restructurings Limited	11/18/10	\$6,200,000.00	Accept
193	Fernwood Restructurings Limited	11/18/10	\$2,492,000.00	Accept
194	Fernwood Restructurings Limited	11/18/10	\$3,500,000.00	Accept

**Exhibit A - Class 17A
Ballot Detail**

Ballot Number	Creditor Name	Date Received	Voting Amount	Item 2: Accept or Reject?
195	Fernwood Foundation Fund LLC	11/18/10	\$335,000.00	Accept
196	Halcyon Restructuring Fund II Master LP	11/18/10	\$276,000.00	Accept
197	Fernwood Foundation Fund LLC	11/18/10	\$250,000.00	Accept
198	Fernwood Foundation Fund LLC	11/18/10	\$250,000.00	Accept
204	Halcyon Master Fund LP	11/18/10	\$7,531,000.00	Accept
206	Fernwood Foundation Fund LLC	11/18/10	\$800,000.00	Accept
213	Halcyon MAC 19 Ltd	11/18/10	\$989,000.00	Accept
215	Fernwood Associates LLC	11/18/10	\$2,173,000.00	Accept
216	Institutional Benchmarks Master Feeder LTD in respect of Izar	11/18/10	\$340,000.00	Accept
217	Fernwood Associates LLC	11/18/10	\$1,375,000.00	Accept
218	Fernwood Associates LLC	11/18/10	\$4,000,000.00	Accept
219	Fernwood Associates LLC	11/18/10	\$2,250,000.00	Accept
220	Halcyon Trading Limited	11/18/10	\$87,000.00	Accept
221	Halcyon Restructuring Fund II Master LP	11/18/10	\$194,000.00	Accept
222	Lyxor Halcyon Fund Limited	11/18/10	\$464,000.00	Accept
223	Gryphon Hidden Values VIII Ltd	11/18/10	\$472,000.00	Accept
224	Fernwood Restructurings Limited	11/18/10	\$1,375,000.00	Accept
225	Gryphon Hidden Values VIII LP	11/18/10	\$22,000.00	Accept
226	Halcyon Trading Limited	11/18/10	\$161,000.00	Accept
227	Gryphon Hidden Values VIII Ltd	11/18/10	\$676,000.00	Accept
228	Pachulski Stang Ziehl & Jones LLP ¹	11/18/10	\$1,047,195,847.00	Accept
229	Halcyon MAC 19 Ltd	11/18/10	\$660,000.00	Accept
230	Halcyon Master Fund LP	11/18/10	\$5,063,000.00	Accept
231	Institutional Benchmarks Master Feeder LTD in respect of Izar	11/18/10	\$38,000.00	Accept
232	Gryphon Hidden Values VIII LP	11/18/10	\$27,000.00	Accept
233	Marathon Special Opportunity	11/18/10	\$37,382,000.00	Accept
234	Castlerigg Mater Investments LTD	11/18/10	\$10,000,000.00	Accept
235	Bank of Scotland plc	11/18/10	\$250,190,000.00	Accept

**Exhibit A - Class 17A
Ballot Detail**

Ballot Number	Creditor Name	Date Received	Voting Amount	Item 2: Accept or Reject?
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TOTALS			
Votes to Accept		78	100.00%
Votes to Reject		0	0.00%
Dollars to Accept		\$2,198,253,722.08	100.00%
Dollars to Reject		\$0.00	0.00%

1 - Master ballot for 17 underlying beneficial holders, all of whom voted to accept

**Exhibit A - Class 18
Ballot Detail**

Ballot Number	Creditor Name	Date Received	Voting Amount	Item 2: Accept or Reject?
199	Walden Management Co Pension Plan	11/18/10	\$1.00	Reject
200	Metzler Investment GmbH	11/18/10	\$1.00	Reject
201	Brockton Contributory Retirement System	11/18/10	\$1.00	Reject
202	Ontario Teachers Pension Plan Board	11/18/10	\$1.00	Reject
203	Lead Plaintiffs on Behalf of the Class in South Ferry LP No 2 v Killinger et al Master File No CV04 1599 C WD Wash	11/18/10	\$1.00	Reject
205	Lead Plaintiff on behalf of the Class in In re Washington Mutual Securities Litigation Case No 208 md 1919 MSP WD Wash	11/18/10	\$1.00	Reject

TOTALS		
Votes to Accept	0	0.00%
Votes to Reject	5	100.00%
Dollars to Accept	\$0.00	0.00%
Dollars to Reject	\$6.00	100.00%

Exhibit B

(Detailed Report of Exchange Elections Tabulated in Direct Voting Classes)

Exhibit B - Exchange Elections

Ballot Number	Creditor Name	Date Received	Date Signed	Voting Amount	Item 5: Did the creditor elect to receive Reorganized Common Stock in lieu of Creditor Cash?	Item 5: Percentage of the creditor's pro rata share to be distributed as stock?	Item 5: Did the creditor check the "Elect to receive Reorganized Common Stock in lieu of Cash to be received on account of Liquidating Trust Interests" box?	Item 5: Percentage of the creditor's pro rata share of Liquidating Trust Interests to be distributed as stock?
180	Yaw M Mensah	11/17/10	11/12/10	\$1.00	Yes	100%	Yes	100%

Exhibit C

(Detailed Report of Release Elections Tabulated in Direct Voting Classes)

**Exhibit C - Class 12
Release Elections**

Ballot Number	Creditor Name	Date Received	Voting Amount	Item 3: Did the creditor check the opt out box?
141	ADELLE COMFORT	11/16/10	\$1.00	Yes
101	ALAN DOMAN	11/16/10	\$141,420.66	No
173	ANN L PIKE	11/17/10	\$1.00	No
86	Atlantic Richfield Corporation	11/15/10	\$1.00	No
212	BERNARD YU	11/18/10	\$520,973.62	No
55	BETTE LOU JACOBSON	11/11/10	\$258,480.00	No
52	Blue Angel Claims LLC	11/10/10	\$1,379,960.03	No
69	Brian L Placzek	11/12/10	\$495,000.00	No
5	BRUCE F ANTENBERG	11/4/10	\$1.00	No
125	BRUCE WEITZMAN	11/16/10	\$126,709.47	No
1	BYRON ALLUMBAUGH	10/29/10	\$87,431.00	No
33	Carey M Brennan	11/8/10	\$150,300.00	No
67	Carol Hove Ahmanson	11/12/10	\$1,455,180.75	No
122	CASEY M NAULT	11/16/10	\$401,029.82	No
131	Catharine E Killien	11/16/10	\$294,849.93	No
11	Charles Edward Smith	11/5/10	\$98,440.00	No
53	CHARLES M SLEDD	11/10/10	\$217,392.42	No
118	CHARLES ROUSSIN	11/16/10	\$1.00	No
132	CHARLES ROUSSIN	11/16/10	\$12,661.19	No
15	CONSTANTINO RAZ	11/8/10	\$53,245.89	No
152	CRAIG E TALL	11/17/10	\$4,004,083.00	No
104	DANIEL P SANFORD	11/16/10	\$82,552.00	No
38	Daniel R Coleman	11/9/10	\$581,250.00	No
74	Daryl D David	11/12/10	\$5,942,167.00	No
23	DAVID BECK	11/8/10	\$132,585.67	No
138	David G Murphy	11/16/10	\$557,846.05	No
124	DAVID J PAPPALARDO	11/16/10	\$64,234.95	No
115	David Lee Erdle	11/16/10	\$66,647.27	No
176	DAVID SHAVER	11/17/10	\$520,154.97	No
92	Deanna Oppenheimer	11/15/10	\$1.00	No
169	DEBRA KEGEL	11/17/10	\$314,870.00	No
2	DONALD HARTLEY	11/2/10	\$188,885.94	No
72	DOTTIE J JENSEN	11/12/10	\$219,648.80	No
35	DOUGLAS BEIGHLE	11/8/10	\$270,452.84	No
31	Duane Duck	11/8/10	\$443,625.00	No
41	Duff & Phelps LLC	11/9/10	\$220,000.00	No
49	ELLISON RABUN	11/9/10	\$1.00	No
66	F Anthony Kurtz & Virginia L Kurtz	11/12/10	\$900,327.45	No
113	Fay L Chapman	11/16/10	\$1,325,000.00	No
128	Fay L Chapman	11/16/10	\$1,423,695.28	No
130	Fay L Chapman	11/16/10	\$121,447.73	No
178	Federal Deposit Insurance Corporation	11/17/10	\$27,996,269,197.47	No
64	Frederic J Forster	11/12/10	\$1,584,177.95	No
24	GARY POKRZYWINSKI	11/8/10	\$1,249,500.00	No
3	GARY R BEVERIDGE	11/2/10	\$38,397.26	No
42	GEOFFREY G OLSEN	11/9/10	\$441,606.76	No
51	GWENDOLYN A HEATH	11/10/10	\$1.00	No
58	Gwynn C Virostek	11/11/10	\$140,283.82	No
61	Hain Capital Holdings II LLC	11/12/10	\$336,266.67	No
62	Hain Capital Holdings II LLC	11/12/10	\$381,256.03	No
111	HENRY J BERENS	11/16/10	\$326,826.37	No
9	Hung Huu Ngo	11/5/10	\$484,426.80	No
36	J VALDES CUGAT	11/8/10	\$1.00	No
30	Jack A Cornick	11/8/10	\$281,919.39	No

**Exhibit C - Class 12
Release Elections**

Ballot Number	Creditor Name	Date Received	Voting Amount	Item 3: Did the creditor check the opt out box?
108	James Carl Rice	11/16/10	\$667,587.09	No
87	JANQUELIN F SCHRAG	11/15/10	\$933,174.00	No
88	JANQUELIN F SCHRAG	11/15/10	\$218,341.78	No
105	JAY A WEISBROD	11/16/10	\$283,084.85	No
32	Jay Henniger	11/8/10	\$307,897.00	No
45	JESSIE FIEDLER	11/9/10	\$194,507.72	No
177	JOHANNA BRENT	11/17/10	\$213,900.45	No
70	JOHN C SCHLECK	11/12/10	\$107,607.27	No
17	JOHN STEWART	11/8/10	\$634,906.00	No
171	JONATHAN CALVERT	11/17/10	\$805,280.00	No
214	JPMorgan Chase Bank National Association	11/18/10	\$10,000,000,000.00	No
18	JR Saldivar	11/8/10	\$118,080.00	No
12	KARI NOOMEN	11/8/10	\$1,830,837.23	No
102	Kathleen A Jacobs	11/16/10	\$317,458.92	No
65	Ken Yaryan & Kuelli Yaryan	11/12/10	\$1,025,247.68	No
151	Kenneth L Leander	11/17/10	\$192,753.93	No
150	KENT A WIEGEL	11/17/10	\$78,959.31	No
89	KEVIN J MCDONOUGH	11/15/10	\$73,526.02	No
90	KEVIN J MCDONOUGH	11/15/10	\$128,731.74	No
7	LENI E ANTENBERG	11/4/10	\$1.00	No
119	LINDA MINKEY	11/16/10	\$306,200.93	No
68	LINDY J FRIEDLANDER	11/12/10	\$294,096.26	No
22	M Douglass Barry	11/8/10	\$112,164.10	No
84	Marcia Lansdon	11/15/10	\$240,234.89	No
126	Margaret Lynn Ryder Gross	11/16/10	\$256,820.79	No
208	MARGARET OSMER MCQUADE	11/18/10	\$86,262.59	No
83	Mario Antoci & Diane Antoci	11/15/10	\$1,365,958.00	No
174	MARY BETH DAVIS	11/17/10	\$885,255.00	No
47	MATTHEW S GASPARD	11/9/10	\$861,179.00	No
39	MATTHEW SCOTT GASPARD	11/9/10	\$57,018.55	No
75	Medina & Thompson	11/12/10	\$600,000.00	No
44	MICHAEL MEIGHAN	11/9/10	\$100,000.00	No
107	MICHAEL RAPAPORT	11/16/10	\$272,644.48	No
50	Michael Robert Miller	11/10/10	\$113,855.41	No
73	MICHELLE MCCARTHY	11/12/10	\$1,740,214.00	No
181	MIKE E BRANDEBERRY	11/17/10	\$82,779.97	No
8	Mitchell Stevens	11/5/10	\$890,660.00	No
190	MSG Media a division of Madison Square Garden LP	11/17/10	\$7,596,726.00	No
60	Nancy Gregory	11/12/10	\$841,964.15	No
29	NIELS JORGENSEN	11/8/10	\$1.00	No
57	NORLEASE INC	11/11/10	\$2,992,548.51	No
48	PHILIP M FOREMAN	11/9/10	\$405,000.00	No
6	RADHA THOMPSON	11/4/10	\$1,354,040.00	No
63	RAJ B KUMAR	11/12/10	\$579,106.46	No
25	Randall Yoakum	11/8/10	\$1,165,000.00	No
46	Richard B Wisenburg	11/9/10	\$134,873.50	No
134	RICHARD NOLAN	11/16/10	\$200,311.10	No
20	ROBERT B AKARD	11/8/10	\$1.00	No
110	ROBERT BOWDOIN	11/16/10	\$280,584.33	No
71	ROBERT C BJORKLUND	11/12/10	\$405,000.00	No
114	ROBERT C HILL	11/16/10	\$1,103,250.00	No
59	ROBERT J FLOWERS	11/12/10	\$86,701.76	No
112	Robert James Mathison	11/16/10	\$132,093.69	No

**Exhibit C - Class 12
Release Elections**

Ballot Number	Creditor Name	Date Received	Voting Amount	Item 3: Did the creditor check the opt out box?
103	ROBERT M BRODRICK	11/16/10	\$289,388.11	No
116	Rolland Jurgens	11/16/10	\$1.00	No
136	RONALD M LOWERY	11/16/10	\$446,331.00	No
142	ROSWELL PERKINS	11/16/10	\$66,527.08	No
133	SEAN BECKETTI	11/16/10	\$1,111,232.80	No
210	Serengeti Lycaon MM LP	11/18/10	\$825,215.70	No
207	Serengeti Rapax MM LP	11/18/10	\$825,215.70	No
167	SHEARMAN & STERLING LLP	11/17/10	\$927,634.10	No
14	Stanley M Blauser	11/8/10	\$1.00	No
135	Stauffer Management Company LLC Agent for Bayer CropScience Inc	11/16/10	\$1.00	No
140	STEPHEN FORTUNATO	11/16/10	\$1,065,896.00	No
172	Susan McCarthy	11/17/10	\$200,000.00	No
137	The BKK Joint Defense Group and Each Individual Group Member Thereof	11/16/10	\$1.00	No
123	THERESA MULRANE	11/16/10	\$1.00	No
121	THERESE A ASTI	11/16/10	\$1.00	No
34	Thomas E Allen	11/8/10	\$773,799.00	No
80	THUMS Long Beach Company	11/15/10	\$1.00	No
19	Tim Maimone	11/8/10	\$423,424.74	No
129	Timothy Boris Smallow	11/16/10	\$367,875.00	No
13	Timothy Joseph Maimone	11/8/10	\$1,044,149.60	No
127	TODD H BAKER	11/16/10	\$3,109,450.50	No
21	WALTRAUD AKARD	11/8/10	\$1.00	No
100	Warren Androus & Delores Androus	11/15/10	\$641,377.67	No
82	William A Barrett & Virginia L Barrett	11/15/10	\$3,032,635.58	No
26	William G Reed Jr	11/8/10	\$289,568.30	No
54	WILLIAM J WILEY	11/10/10	\$30,685.00	No
85	WILLIAM L LYNCH	11/15/10	\$224,659.71	No
28	WILLIAM WRIGHT	11/8/10	\$1.00	No
91	Witness Systems Inc	11/15/10	\$172,913.36	No
180	Yaw M Mensah	11/17/10	\$1.00	No

**Exhibit C - Class 17A
Release Elections**

Ballot Number	Creditor Name	Date Received	Voting Amount	Item 3: Did the creditor check the 43.6 release box?
37	New Generations Federal Credit Union	11/8/10	\$1.00	Yes
76	Cerberus International II Master Fund LP	11/12/10	\$10,669,000.00	Yes
77	CIP Four Mortgage Securities LTD	11/12/10	\$156,876,000.00	Yes
78	Cerberus Partners II LP	11/12/10	\$2,355,000.00	Yes
79	Coöperatieve Centrale Raiffeisen Boerenleenbank BA	11/12/10	\$15,069,902.08	Yes
81	Union Bank	11/15/10	\$5,000,000.00	Yes
93	Gruess Global Investors Master Fund Enhance Ltd	11/10/10	\$14,137,000.00	Yes
94	Gruess Global Investors Master Fund Enhanced Ltd	11/10/10	\$5,561,200.00	Yes
95	Stone Lion Portfolio LP	11/11/10	\$91,585,000.00	Yes
96	Gruess Global Investors Master Fund Ltd	11/10/10	\$12,863,000.00	Yes
97	Gruess Global Investors Master Fund Ltd	11/10/10	\$4,438,800.00	Yes
98	Ing Direct NV Sucursal en Espana	11/10/10	\$101,352,672.00	Yes
99	Ogier Fiduciary Services Cayman Limited	11/11/10	\$11,750,000.00	Yes
143	Davidson Kempner Partners	11/16/10	\$1,175,000.00	Yes
144	Davidson Kempner Institutional Partners LP	11/16/10	\$1,526,000.00	Yes
145	Davidson Kempner International Ltd	11/16/10	\$1,448,000.00	Yes
146	Davidson Kempner Distressed Opportunities Fund LP	11/16/10	\$332,000.00	Yes
147	M H Davidson & Co	11/16/10	\$519,000.00	Yes
148	Gruess Global Investors Master Fund Enhanced Ltd	11/16/10	\$3,699,000.00	Yes
149	Gruess Global Investors Master Fund Ltd	11/16/10	\$5,029,900.00	Yes
153	Silver Point Capital Offshore Master Fund LP	11/17/10	\$58,250,000.00	Yes
154	Silver Point Capital Fund LP	11/17/10	\$30,800,000.00	Yes
155	Silver Point Capital Offshore Master Fund LP	11/17/10	\$10,150,000.00	Yes
156	Silver Point Capital Fund LP	11/17/10	\$4,350,000.00	Yes
157	Silver Point Capital Fund LP	11/17/10	\$1,800,000.00	Yes
158	Silver Point Capital Offshore Master Fund LP	11/17/10	\$4,200,000.00	Yes
159	Silver Point Capital Offshore Master Fund LP	11/17/10	\$10,674,000.00	Yes
160	Silver Point Capital Offshore Master Fund LP	11/17/10	\$10,920,000.00	Yes
161	Silver Point Capital Fund LP	11/17/10	\$276,000.00	Yes
162	Silver Point Capital Fund LP	11/17/10	\$4,380,000.00	Yes
163	Silver Point Capital Offshore Master Fund LP	11/17/10	\$19,505,000.00	Yes
164	Silver Point Capital Fund LP	11/17/10	\$6,745,000.00	Yes
165	Silver Point Capital Offshore Master Fund LP	11/17/10	\$56,900,000.00	Yes
166	Silver Point Capital Fund LP	11/17/10	\$24,100,000.00	Yes
168	Barclays Capital	11/17/10	\$1,000,000.00	Yes
170	Barclays Capital Inc	11/17/10	\$9,000,000.00	Yes
175	CVI GVF LUX Master S A R L	11/17/10	\$17,515,200.00	Yes
179	Citigroup Global Markets Inc	11/17/10	\$5,500,000.00	Yes
182	Marathon Credit Opportunity Master Fund Ltd	11/17/10	\$5,265,000.00	Yes
183	Marathon Credit Master Fund LTD	11/17/10	\$500,000.00	Yes
184	Goldman Sachs & Co	11/17/10	\$15,900,000.00	Yes
185	Goldman Sachs & Co	11/17/10	\$2,919,200.00	Yes
186	Goldman Sachs & Co	11/17/10	\$6,600,000.00	Yes
187	Goldman Sachs & Co	11/17/10	\$20,150,000.00	Yes
188	Goldman Sachs & Co	11/17/10	\$14,275,000.00	Yes
189	Goldman Sachs & Co	11/17/10	\$12,425,000.00	Yes
191	RBS Securities Inc	11/17/10	\$12,000,000.00	Yes
192	Fernwood Restructurings Limited	11/18/10	\$6,200,000.00	Yes
193	Fernwood Restructurings Limited	11/18/10	\$2,492,000.00	Yes
194	Fernwood Restructurings Limited	11/18/10	\$3,500,000.00	Yes

**Exhibit C - Class 17A
Release Elections**

Ballot Number	Creditor Name	Date Received	Voting Amount	Item 3: Did the creditor check the 43.6 release box?
195	Fernwood Foundation Fund LLC	11/18/10	\$335,000.00	Yes
196	Halcyon Restructuring Fund II Master LP	11/18/10	\$276,000.00	Yes
197	Fernwood Foundation Fund LLC	11/18/10	\$250,000.00	Yes
198	Fernwood Foundation Fund LLC	11/18/10	\$250,000.00	Yes
204	Halcyon Master Fund LP	11/18/10	\$7,531,000.00	Yes
206	Fernwood Foundation Fund LLC	11/18/10	\$800,000.00	Yes
213	Halcyon MAC 19 Ltd	11/18/10	\$989,000.00	Yes
215	Fernwood Associates LLC	11/18/10	\$2,173,000.00	Yes
216	Institutional Benchmarks Master Feeder LTD in respect of Izar	11/18/10	\$340,000.00	Yes
217	Fernwood Associates LLC	11/18/10	\$1,375,000.00	Yes
218	Fernwood Associates LLC	11/18/10	\$4,000,000.00	Yes
219	Fernwood Associates LLC	11/18/10	\$2,250,000.00	Yes
220	Halcyon Trading Limited	11/18/10	\$87,000.00	Yes
221	Halcyon Restructuring Fund II Master LP	11/18/10	\$194,000.00	Yes
222	Lyxor Halcyon Fund Limited	11/18/10	\$464,000.00	Yes
223	Gryphon Hidden Values VIII Ltd	11/18/10	\$472,000.00	Yes
224	Fernwood Restructurings Limited	11/18/10	\$1,375,000.00	Yes
225	Gryphon Hidden Values VIII LP	11/18/10	\$22,000.00	Yes
226	Halcyon Trading Limited	11/18/10	\$161,000.00	Yes
227	Gryphon Hidden Values VIII Ltd	11/18/10	\$676,000.00	Yes
228	Pachulski Stang Ziehl & Jones LLP ¹	11/18/10	\$1,047,195,847.00	Yes
229	Halcyon MAC 19 Ltd	11/18/10	\$660,000.00	Yes
230	Halcyon Master Fund LP	11/18/10	\$5,063,000.00	Yes
231	Institutional Benchmarks Master Feeder LTD in respect of Izar	11/18/10	\$38,000.00	Yes
232	Gryphon Hidden Values VIII LP	11/18/10	\$27,000.00	Yes
233	Marathon Special Opportunity	11/18/10	\$37,382,000.00	Yes
234	Castlerigg Mater Investments LTD	11/18/10	\$10,000,000.00	Yes
235	Bank of Scotland plc	11/18/10	\$250,190,000.00	Yes

1 - Master ballot for 17 underlying beneficial holders, all of whom elected to opt-in to the release

**Exhibit C - Class 18
Release Elections**

Ballot Number	Creditor Name	Date Received	Voting Amount	Item 3: Did the creditor check the Opt In box?
199	Walden Management Co Pension Plan	11/18/10	\$1.00	No
200	Metzler Investment GmbH	11/18/10	\$1.00	No
201	Brockton Contributory Retirement System	11/18/10	\$1.00	No
202	Ontario Teachers Pension Plan Board	11/18/10	\$1.00	No
203	Lead Plaintiffs on Behalf of the Class in South Ferry LP No 2 v Killinger et al Master File No CV04 1599 C WD Wash	11/18/10	\$1.00	No
205	Lead Plaintiff on behalf of the Class in In re Washington Mutual Securities Litigation Case No 208 md 1919 MSP WD Wash	11/18/10	\$1.00	No

Exhibit D

(Report of Ballots Not Tabulated in Direct Voting Classes)

**Exhibit D
Unacceptable Ballots**

Ballot Number	Class	Creditor Name	Date Received	Voting Amount	Item 2: Accept or Reject?	Reason Unacceptable
27	17A	Peter J and Candace R Zak Living Trust of 2001 v d o August 31 2001	11/8/10	\$50,000.00	Accept	Ballot unsigned
236	12	Northwest Venture Partners III LP	11/22/10	\$101,322.00	Abstained	Ballot filed late; no voting page included