

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

In re:)	Chapter 11
)	
WASHINGTON MUTUAL, INC., <i>et al.</i> ,)	Case No. 08-12229 (MFW)
)	
Debtors.)	Jointly Administered
)	
)	Objection Deadline: April 19, 2011 at 4:00 p.m.
)	Hearing Date: TBD if necessary

**SUMMARY OF ELEVENTH MONTHLY APPLICATION OF
SUSMAN GODFREY L.L.P.,
AS CO-COUNSEL TO THE OFFICIAL COMMITTEE OF EQUITY SECURITY
HOLDERS OF WASHINGTON MUTUAL, INC. ET AL., FOR ALLOWANCE OF
COMPENSATION FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD OF
FEBRUARY 1, 2011 THROUGH FEBRUARY 28, 2011**

Name of Applicant:	Susman Godfrey L.L.P.
Authorized to Provide Professional Services to:	Co-Counsel to the Official Committee of Equity Security Holders of Washington Mutual, Inc., et al.
Date of Retention:	May 7, 2010 effective as of April 16, 2010
Period for which compensation and reimbursement is sought:	February 1, 2011 through February 28, 2011
Amount of compensation sought as actual, reasonable and necessary:	\$60,266.50
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$8,350.58
This is a: Monthly <u> x </u> Interim _____ Final _____ Fee Application.	

The compensation sought in this Ninth Monthly Application in connection with preparing this application is \$0. Susman Godfrey's time and requested compensation in preparing this Eleventh Monthly Application will appear on a subsequent application.

{00500193;v1}



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If this is not the first application filed, disclose the following for each prior application:

Date Filed	Period Covered	Requested		Approved	
		Fees	Expenses	Fees	Expenses
5/29/2010	April 16-30, 2010	128,977.50	1,419.49	103,182.00	1,419.49
7/2/2010	May 1-30, 2010	196,380.00	3,368.84	157,104.00	3,368.84
8/20/2010	June 1-30, 2010	258,010.00	8,970.80	206,408.00	8,970.80
8/27/2010	July 1-31, 2010	218,890.50	11,649.78	175,112.40	11,649.78
9/27/2010	August 1-30, 2010	58,605.00	2,439.13	46,884.00	2,439.13
11/1/2010	September 1-30, 2010	69,870.00	23,670.48	55,896.00	23,670.48
11/22/2010	October 1-31, 2010	77,889.50	14,597.60	62,311.60	14,597.60
12/23/2010	November 1-30, 2010	169,330.00	7,137.48	135,440.00	7,137.48
1/31/2011	December 1-31, 2010	126,898.00	18,273.96	101,518.40	18,273.96
3/21/2011	January 1-30, 2011	60,695.00	11,345.95	57,632.75	11,345.95

SUMMARY OF PROFESSIONALS

<u>Name</u>	<u>Position</u>	<u>Hourly Rate</u>	<u>Hours</u>	<u>Value</u>
Stephen D. Susman (SSUS)	Partner 27+ years	\$1,100.00	6.00	6,600.00
Parker C. Folse, III (PFOL)	Partner 25+ years	\$800.00	0.80	640.00
Edgar G. Sargent (ESAR)	Partner 9+ years	\$500.00	49.40	24,700.00
Justin A. Nelson (JNEL)	Partner 7+ years	\$525.00	10.10	5,302.50
Lindsey N. Godfrey (LNGO)	Associate 6+ years	\$450.00	1.60	720.00
Seth Ard (SARD)	Associate 1+ years	\$300.00	74.20	22,260.00
John F. Dolan (JDOLAN)	Paralegal 15+ years	\$220.00	0.20	44.00
Totals/Average Hourly Rate		Blended Rate: 423.52	142.30	60,266.50

SCHEDULE OF COMPENSATION BY PROJECT CATEGORY

<u>TASK</u>	<u>HOURS</u>	<u>FEES</u>
Litigation	89.50	34,646.50
Plan and Disclosure Statement	45.60	22,800.00
Committee Administration	7.20	2,820.00
GRAND TOTAL	<u>142.30</u>	<u>60,266.50</u>

SCHEDULE OF EXPENSES

Category of Expenses	Amount
Hotel & Travel Expenses	2,651.72
Photocopy Reproduction Charges (\$.10 pp)	20.60
Telephone and Calling Card Expenses (Premiere Global Services)	17.86
Research (Westlaw)	58.53
Telephonic Appearance Charges (CourtCall – 2/7/11)	44.00
Working Meal (dinner – Seth Ard on 2/8/11)	5.57
Deposition Transcripts (TSG Reporting)	5,552.30
Total	8,350.58

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) **Objection Deadline: April 19, 2011 at 4:00 p.m.**
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**ELEVENTH MONTHLY APPLICATION OF SUSMAN GODFREY L.L.P.,
AS CO-COUNSEL TO THE OFFICIAL COMMITTEE OF EQUITY SECURITY
HOLDERS OF WASHINGTON MUTUAL, INC. ET AL., FOR ALLOWANCE OF
COMPENSATION FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD OF
FEBRUARY 1, 2011 THROUGH FEBRUARY 28, 2011**

Pursuant to 11 U.S.C. §§ 330 and 331, Rule 2016 of the Federal Rules of Bankruptcy Procedure, and the *Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals*, dated October 30, 2008 [Docket No. 204] (the "Original Administrative Order") and the *Revised Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals*, dated November 14, 2008 [Docket No. 302] (the "Revised Administrative Order" and together with the Original Administrative Order, the "Administrative Order"), the law firm of Susman Godfrey L.L.P.. ("Susman Godfrey") hereby submits this ninth monthly application ("Ninth Monthly Application") for compensation of professional legal services rendered as counsel to the Official Committee of Equity Security Holders of Washington Mutual, Inc., et al. (the "Equity Committee") seeking approval and payment of professional fees in the amount of \$48,213.20 (80% of \$60,266.50) together with reimbursement of Susman Godfrey's actual and necessary expenses incurred in the amount of \$8,350.58 for the period commencing February 1, 2011

through and including February 28, 2011 (the "Compensation Period"). In support of this Eleventh Monthly Application, Susman Godfrey respectfully represents as follows:

I. JURISDICTION

1. This Court has jurisdiction over this matter pursuant to the provisions of 28 U.S.C. §§ 157 and 1334. Venue is proper in this District pursuant to 28 U.S.C. §§1408 and 1409. The statutory predicates for the relief sought herein are Section 328(a) of the Bankruptcy Code and Bankruptcy Rule 2014.

II. BACKGROUND

2. On September 26, 2008 (the "Petition Date"), the above-captioned debtors and debtors-in-possession (collectively, the "Debtors") filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code. On October 3, 2008, the Court entered an order jointly administering these cases pursuant to Bankruptcy Rule 1015(b) for procedural purposes only.

3. From the Petition Date through the date of this Ninth Monthly Application, the Debtors have remained in possession of their respective properties and estates and continue to operate and manage their respective businesses, as debtors-in-possession, pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

4. On January 11, 2010, the United States Trustee appointed the Equity Committee [Docket No. 2130]. On August 3, 2010, the United States Trustee filed the First Amended Notice of Appointment of Committee of Equity Security Holders [Docket No. 5206]. On November 2, 2010, the United States Trustee filed the Second Amended Notice of Appointment of Committee of Equity Security Holders [Docket No. 5743]. On February 15, 2011, the United States Trustee filed the Third Amended Notice of Appointment of Committee of Equity Security Holders

[Docket No. 6737]. On February 25, 2011, the United States Trustee filed the Fourth Amended Notice of Appointment of Committee of Equity Security Holders [Docket No. 6796].

5. On July 28, 2010, the Court approved the appointment of Joshua R. Hochberg, Esquire as Examiner (the "Examiner") in these chapter 11 cases [Docket No. 5162]. On November 1, 2010, the Examiner filed his final report [Docket No. 5735].

6. On April 21, 2010, the parties filed a Notice of Substitution of Counsel [Docket No. 3553] whereby Dewey LeBoeuf LLP withdrew its appearance as counsel to the Equity Committee, and Susman Godfrey entered its appearance as proposed counsel to the Equity Committee, effective April 16, 2010.

7. On May 7, 2010, the Equity Committee filed the *Application for an Order Pursuant to 11 U.S.C. §§ 328, 330 and 1103 and Fed. R. Bankr. P. 2014 Authorizing the Retention and Employment of Susman Godfrey, L.L.P. as Counsel to the Official Committee of Equity Security Holders of Washington Mutual, Inc., et al. Nunc Pro Tunc to April 16, 2010* [Docket No. 3681] (the "Employment Application"). On May 19, 2010, the Court entered an order authorizing the employment of Susman Godfrey as counsel to the Equity Committee, effective as April 16, 2010 [Docket No. 3913].

8. Pursuant to the Administrative Order, each Professional may file on or following the 15th day of each calendar month a Monthly Fee Application (as defined in the Administrative Order) seeking interim approval and allowance of compensation for services rendered and reimbursement of expenses incurred during the immediately preceding month. If no objections are raised prior to the expiration of the applicable Objection Deadline (as defined in the Administrative Order), the Debtors are authorized to pay each Professional an amount equal to

the lesser of (i) 80% of the fees and 100% of the expenses requested in the Monthly Fee Application or (ii) 80% of the fees and 100% of the expenses not subject to an objection.

III. RELIEF REQUESTED

9. Through this Ninth Monthly Application, in accordance with the Administrative Order, Susman Godfrey seeks interim allowance of \$60,266.50 and payment of \$48,213.20 (80% of \$60,266.50) in fees for services rendered on behalf of the Equity Committee during the Compensation Period, and reimbursement of \$8,350.58 in reasonable and necessary expenses incurred during the Compensation Period. Thus, Susman Godfrey seeks interim allowance of fees and expenses during the Compensation Period in the total amount of \$68,617.08 and payment of \$56,563.78 (\$48,213.20 in fees plus \$8,350.58 in expenses).

10. Susman Godfrey has received no payment and no promises for payment from any source other than the Equity Committee for services rendered during the Compensation Period in connection with the Debtors' cases. There exists no agreement or understanding between Susman Godfrey and any other person for the sharing of any compensation to be received for services rendered by Susman Godfrey in the Debtors' cases.

11. All services for which compensation is requested by Susman Godfrey pursuant to this Application were performed for or on behalf of the Equity Committee in these cases.

12. This is Susman Godfrey's Eleventh Monthly Application.

IV. SUMMARY OF SERVICES RENDERED

13. Susman Godfrey has maintained detailed records of the time spent in the rendition of professional services to the Equity Committee during the Compensation Period. Attached hereto as Exhibit A and incorporated herein by reference is a true and correct copy of the monthly billing

statement prepared for the services rendered in these cases by Susman Godfrey (the "Billing Statement"). The Billing Statement is in the same form regularly used by Susman Godfrey to bill its clients for services rendered and includes the date that the services were rendered, a detailed, contemporaneous narrative description of the services provided, the amount of time spent for each service and the designation of the professional who performed the service.

14. As set forth in Exhibit A, Susman Godfrey rendered 142.30 hours of professional services during the Compensation Period, resulting in legal fees totaling \$60,266.50 and incurred associated reasonable and necessary expenses totaling \$8,350.58. The total value of the services rendered by Susman Godfrey is shown in the Summary section of this Eleventh Monthly Application.

15. Set forth below are the rates for the expenses incurred by Susman Godfrey for which reimbursement is requested pursuant to this Eleventh Monthly Application, as well as the basis for such rates for the identified expense items:

a) Copy charges: Susman Godfrey charges \$0.10 cents per page for copies and such charge is based on an analysis of the cost to Susman Godfrey to make a copy;

b) Computer research charges: Susman Godfrey passes through on an exact cost basis all computer-assisted research charges; and

c) Out-going facsimile charges: Susman Godfrey charges \$0.50 for each page. These charges are based on an analysis of the cost to Susman Godfrey to send facsimile transmissions. Susman Godfrey does not pass through to its client's expenses or charges related to incoming facsimile transmissions.

Attached hereto as Exhibit A and incorporated herein by reference is a summary by category of the expenses incurred by Susman Godfrey for which reimbursement is requested. Further supporting documentation is available upon request.

16. The general areas in which Susman Godfrey has rendered professional services to the Equity Committee during the Compensation Period may be broadly characterized as follows:

- a. providing legal advice regarding the rules and practices of this Court applicable to the Equity Committee's powers and duties as an official committee appointed under section 1102 of the Bankruptcy Code;
- b. preparing and reviewing applications, motions, complaints, answers, orders, agreements and other legal papers filed on behalf of the Equity Committee for compliance with the rules and practices of this Court;
- c. appearing in Court to present necessary motions, applications and pleadings and otherwise protecting the interests of the Equity Committee and unsecured creditors of the Debtors; and
- d. performing such other legal services for the Equity Committee as the Equity Committee believes may be necessary and proper in these Chapter 11 cases.

The generality of the foregoing description is amplified on a day-to-day basis by the Billing Statement attached as Exhibit A.

17. Pursuant to the Administrative Order, professionals are entitled to compensation from the Debtors' estates and may be paid 80% of their allowed monthly fees and 100% of allowed expenses. The Administrative Order specifically provides that all fees and expenses received remain subject to the Court's final approval and allowance. Thus, through this Eleventh Monthly

Application, Susman Godfrey seeks payment of \$48,213.20 (80% of \$60,266.50) in fees and \$8,350.58 in expenses.

WHEREFORE, Susman Godfrey L.L.P. respectfully requests interim allowance of its fees for services rendered during the Compensation Period in the amount of \$60,266.50, payment for services rendered during the Compensation Period in the amount \$48,213.20 (80% of \$60,266.50), and allowance and reimbursement of \$8,350.58 in actual and necessary expenses incurred during the Compensation Period.

Dated: March 30, 2011.

SUSMAN GODFREY L.L.P.

/s/ Parker C. Folse, III

Stephen D. Susman, Esq.
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Houston, Texas 77002-5096
Telephone: 713-651-9366
Facsimile: 713-654-6666

Parker C. Folse, III, Esq.
Edgar G. Sargent, Esq.
Justin A. Nelson, Esq.
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Telephone: 206-516-3880
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Seth Ard, Esq.
560 Lexington Avenue, 15th Floor
New York, New York 10022-6828
Telephone: 212-336-8330
Facsimile: 212-336-8340

*Co-Counsel to the Official Committee of Equity
Security Holders of Washington Mutual, Inc., et al.*

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CERTIFICATION

Parker C. Folse, III, pursuant to 28 U.S.C. § 1746, states as follows:

- (a) I am a partner in the applicant firm, Susman Godfrey, LLP, and have been admitted to appear pro hac vice before this Court in this matter.
- (b) I have personally performed some of the legal services rendered by Susman Godfrey as counsel to the Equity Committee and am generally familiar with the other work performed on behalf of the Equity Committee by the lawyers and staff in the firm.
- (c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. L.R. 2016-2, and submit that the Application substantially complies with such Rule.

I certify, under penalty of perjury, that the foregoing statements made by me are true to the best of my knowledge, information and belief.

Dated: March 30, 2011

/s/ Parker C. Folse, III

Parker C. Folse, III (Wa. Bar No. 24895)

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FEBRUARY 1, 2011 THROUGH FEBRUARY 28, 2011**

TO: FEE APPLICATION NOTICE PARTIES

PLEASE TAKE NOTICE that on March 30, 2011, the Official Committee of Equity Security Holders of Washington Mutual, Inc., et al., (the "Equity Committee"), filed the *Eleventh Monthly Application of Susman Godfrey L.L.P., as Co-Counsel to the Official Committee of Equity Security Holders of Washington Mutual, Inc., et al., for Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred for the Period of February 1, 2011 through February 28, 2011* (the "Application") with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801 (the "Bankruptcy Court") and was served in accordance with the *Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals*, dated October 30, 2008 [Docket No. 204] (the "Original Administrative Order") and the *Revised Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals*, dated November 14, 2008 [Docket No. 302] (the "Revised Administrative Order") and together with the Original Administrative Order, the "Administrative Order").

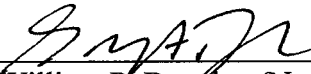
PLEASE TAKE FURTHER NOTICE that the Application requests allowance of fees in the amount of \$60,266.50 and expenses in the amount of \$8,350.58 and payment of compensation in the amount of \$48,213.20 (80% of \$60,266.50) and reimbursement of expenses in the amount of \$8,350.58 for the period of February 1, 2011 through February 28, 2011.

PLEASE TAKE FURTHER NOTICE that any objection to the Application must be made in accordance with the Administrative Order, filed with the Clerk of the Bankruptcy Court, and served upon the following parties (i) the Debtors, Washington Mutual, Inc., c/o Alvarez and Marsal, 1301 Second Avenue, WMC3301, Seattle, WA 98101 (Attn: John Maciel, Esq.); (ii) counsel to the Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153 (Attn: Marcia L. Goldstein, Esq. and Brian S. Rosen, Esq.) and Richards Layton & Finger, P.A., One Rodney Square, Wilmington, DE 19899 (Attn: Mark D. Collins, Esq.); (iii) the Office of the United States Trustee, J. Caleb Boggs Federal Building, 844 King Street, Room 2207, Lockbox 35, Wilmington, Delaware 19801; (iv) counsel to the Official Committee of Unsecured Creditors, Akin, Gump, Strauss, Hauer & Feld LLP, One Bryant Park, New York, NY 10036 (Attn: Fred S. Hodora, Esq.), Akin, Gump, Strauss, Hauer & Feld LLP, 1333 New Hampshire Avenue, N.W., Washington, DC 20036-1564 (Attn: Scott L. Alberino, Esq.), Akin, Gump, Strauss, Hauer & Feld LLP, 2029 Century Park East, Suite 2400, Los Angeles, CA 90067-3012 (Attn: Peter J. Gurfein, Esq. and David P. Simonds, Esq.) and Pepper Hamilton LLP, Hercules Plaza, Suite 5100, 1313 N. Market Street, Wilmington, DE 19899 (Attn: David B. Stratton, Esq. and Evelyn J. Meltzer, Esq.); (v) counsel to the Official Committee of Equity Security Holders, Susman Godfrey LLP, 1000 Louisiana , Suite 5100, Houston, Texas 77002-5096 (Attn: Stephen D. Susman, Esq.), and Ashby & Geddes, P.A., 500 Delaware Avenue, 8th Floor, P.O. Box 1150, Wilmington, Delaware 19899 (Attn: William P. Bowden, Esq. and Gregory A. Taylor, Esq.); and (vi) Office of the United States Trustee, 844 King Street, Suite 2207, Wilmington, Delaware 19801 (Attn: Jane M. Leamy, Esq.), **so as to be received by April 19, 2011 at 4:00 p.m. (ET).**

PLEASE TAKE FURTHER NOTICE THAT IF AN OBJECTION IS FILED AND SERVED IN ACCORDANCE WITH THE AFOREMENTIONED PROCEDURE AND SUCH OBJECTION IS NOT OTHERWISE RESOLVED, A HEARING TO CONSIDER THE APPLICATION WILL BE SCHEDULED AT A DATE AND TIME CONVENIENT TO THE COURT, BEFORE THE HONORABLE MARY F. WALRATH, UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 MARKET STREET, 5TH FLOOR, COURTROOM #4, WILMINGTON, DELAWARE 19801.

Dated: March 30, 2011

ASHBY & GEDDES, P.A.


William P. Bowden (No. 2553)
Gregory A. Taylor (No. 4008)
Benjamin Keenan (No. 4724)
Stacy L. Newman (No. 5004)
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-and-

SUSMAN GODFREY LLP

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*Co-Counsel to the Official Committee of Equity
Security Holders of Washington Mutual, Inc., et al.*

EXHIBIT A

SUSMAN GODFREY L.L.P.

A REGISTERED LIMITED LIABILITY PARTNERSHIP

SUITE 5100
1000 LOUISIANA
HOUSTON, TEXAS 77002-5096
(713)651-9366
FAX (713)654-6666
WWW.SUSMANGODFREY.COMSUITE 950
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901 MAIN STREET
DALLAS, TEXAS 75202-3775
(214)754-1900SUITE 3800
1201 THIRD AVENUE
SEATTLE, WASHINGTON 98101-3000
(206) 516-388015th Floor
560 Lexington
New York, NY 10022-6828
(212) 336-8330Washington Mutual Official Com. of Equity Security Holders
c/o Michael WillinghamMarch 14, 2011
Invoice 241194**FEES**

Date	Attorney	Task	Description	Hours	Amount
02/01/11	S. D. Susman	10	Reviewing file.	1.00	\$1,100.00
02/01/11	E.G. Sargent	11	Reviewing responses in opposition to motion to certify appeal.	1.00	\$500.00
02/01/11	J.A. Nelson	10	Conferring by phone with trial team re steps and discovery.	1.50	\$787.50
02/01/11	L.N. Godfrey	10	Reviewing public email.	0.10	\$45.00
02/02/11	S. D. Susman	10	Reviewing file.	1.00	\$1,100.00
02/02/11	E.G. Sargent	11	Researching and drafting reply in support of motion to certify appeal.	6.90	\$3,450.00
02/03/11	S. D. Susman	10	Reviewing file.	1.00	\$1,100.00
02/03/11	E.G. Sargent	11	Drafting reply in support of motion to certify appeal.	5.50	\$2,750.00
02/03/11	E.G. Sargent	11	Reviewing reply in support of motion for discovery from settlement noteholders.	0.50	\$250.00
02/03/11	E.G. Sargent	15	Attending trial team call.	0.40	\$200.00
02/03/11	E.G. Sargent	15	Reviewing and responding to emails and conferring with trial team members re resignation of committee member.	0.60	\$300.00
02/03/11	J.A. Nelson	10	Conferring by phone with trial team re Equity Committee composition.	1.50	\$787.50
02/03/11	L.N. Godfrey	10	Attending weekly trial team call.	0.30	\$135.00

SUSMAN GODFREY L.L.P.

A REGISTERED LIMITED LIABILITY PARTNERSHIP

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 (206) 516-3880

15th Floor
 560 Lexington
 New York, NY 10022-6828
 (212) 336-8330

Washington Mutual Official Com. of Equity Security Holders
 c/o Michael Willingham

March 14, 2011
 Invoice 241194
 Matter 011970
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Date	Attorney	Task	Description	Hours	Amount
02/03/11	S. Ard	10	Drafting reply motion.	8.40	\$2,520.00
02/04/11	P. C. Folse	10	Conferring by phone with Esopus representatives re resignation from EC.	0.20	\$160.00
02/04/11	E.G. Sargent	11	Preparing for hearing on motions to certify appeal of settlement approval and for discovery from settling noteholders.	3.80	\$1,900.00
02/04/11	J.A. Nelson	10	Conferring by phone with trial team re Equity Committee composition.	1.30	\$682.50
02/04/11	J. F. Dolan	10	Updating and organizing files.	0.20	\$44.00
02/06/11	S. Ard	10	Reviewing discovery from defendants.	7.80	\$2,340.00
02/07/11	S. D. Susman	10	Reviewing file.	1.00	\$1,100.00
02/07/11	E.G. Sargent	11	Traveling from Seattle to New York for omnibus hearing. (Non-working travel time already reduced by 50% per Bankruptcy code Rule 2016-2 (viii).)	2.00	\$1,000.00
02/07/11	E.G. Sargent	11	Drafting argument in support of motion to certify appeal to third circuit.	7.00	\$3,500.00
02/07/11	S. Ard	10	Preparing for hearing.	7.80	\$2,340.00
02/08/11	P. C. Folse	10	Reviewing and replying to email re form of order on SNH Rule 2004 exam.	0.10	\$80.00
02/08/11	E.G. Sargent	11	Preparing for argument in motion to certify appeal.	3.50	\$1,750.00

SUSMAN GODFREY L.L.P.

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 Matter 011970
 Page 3

Date	Attorney	Task	Description	Hours	Amount
02/08/11	E.G. Sargent	11	Attending omnibus hearing.	2.50	\$1,250.00
02/08/11	E.G. Sargent	11	Traveling round-trip between New York to Wilmington for hearing. (non-working travel time already reduced by 50%)	1.50	\$750.00
02/08/11	J.A. Nelson	10	Conferring with trial team re hearing. Attending hearing via phone.	2.00	\$1,050.00
02/08/11	S. Ard	10	Traveling from New York to Wilmington for hearing (reduced by 50% per Bankruptcy Code Rule 2016-2(viii))	1.50	\$450.00
02/08/11	S. Ard	10	Preparing for hearing.	2.10	\$630.00
02/08/11	S. Ard	10	Attending hearing.	2.90	\$870.00
02/08/11	S. Ard	10	Traveling from Wilmington to New York (reduced by 50% per Bankruptcy Code Rule 2016-2(viii))	1.50	\$450.00
02/09/11	E.G. Sargent	11	Traveling from Wilmington to Seattle following hearing. (Non-working travel time already reduced by 50% per Bankruptcy code Rule 2016-2 (viii).)	4.00	\$2,000.00
02/09/11	S. Ard	10	Reviewing document production from debtors for settlement noteholder issues.	3.40	\$1,020.00
02/10/11	S. D. Susman	10	Conferring by phone with trial team.	1.50	\$1,650.00
02/10/11	E.G. Sargent	11	Reviewing Seventh Amended Plan.	2.20	\$1,100.00

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Date	Attorney	Task	Description	Hours	Amount
02/10/11	J.A. Nelson	10	Conferring with trial team re EC composition.	0.30	\$157.50
02/10/11	S. Ard	10	Reviewing debtors' production.	2.40	\$720.00
02/10/11	S. Ard	15	Fielding calls from concerned shareholders re lock-up of their shares.	1.30	\$390.00
02/11/11	J.A. Nelson	10	Conferring with trial team re locked shares issues.	0.80	\$420.00
02/11/11	L.N. Godfrey	10	Reviewing trial team email.	0.20	\$90.00
02/11/11	S. Ard	10	Reviewing debtors' produced hard drives.	2.20	\$660.00
02/11/11	S. Ard	15	Attending call with trial team.	0.50	\$150.00
02/14/11	P. C. Folse	10	Reviewing EC legal team emails re whether to pursue appeal and preparing replies.	0.30	\$240.00
02/14/11	E.G. Sargent	11	Conferring with trial team members re appeal of order approving settlement.	1.00	\$500.00
02/14/11	E.G. Sargent	11	Reviewing Seventh Amended Plan.	0.80	\$400.00
02/14/11	J.A. Nelson	10	Conferring with trial team re appeal issues.	0.90	\$472.50
02/14/11	J.A. Nelson	10	Conferring with trial team re reporters' inquiry.	0.30	\$157.50

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Date	Attorney	Task	Description	Hours	Amount
02/14/11	S. Ard	10	Reviewing documents from debtor's production relating to settlement noteholders and reorganized WMI.	4.20	\$1,260.00
02/15/11	P. C. Folse	10	Reviewing draft email to client framing issues relating to appeal and preparing email to Susman Godfrey team re same.	0.20	\$160.00
02/15/11	E.G. Sargent	11	Conferring with trial team members in person and by email re appeal.	1.50	\$750.00
02/15/11	E.G. Sargent	11	Reviewing release provisions in modified plan.	1.00	\$500.00
02/15/11	E.G. Sargent	15	Conferring by phone with new members of the Equity Committee.	0.40	\$200.00
02/15/11	E.G. Sargent	15	Conferring by phone with J. Presnall re committee issues.	0.30	\$150.00
02/15/11	J.A. Nelson	10	Conferring with trial team re EC members and appeal.	0.30	\$157.50
02/15/11	S. Ard	10	Reviewing database for issues relating to settlement noteholder and reorganized WMI. Activity Description: Litigat	1.60	\$480.00
02/15/11	S. Ard	15	Corresponding with trial team re strategy going forward, including appellate strategy.	0.40	\$120.00
02/15/11	S. Ard	15	Conferring by phone with trial team.	0.90	\$270.00

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Date	Attorney	Task	Description	Hours	Amount
02/16/11	E.G. Sargent	11	Reviewing release provisions in modified plan.	0.70	\$350.00
02/16/11	E.G. Sargent	11	Conferring by phone with M. Willingham re various committee issues.	0.20	\$100.00
02/16/11	E.G. Sargent	15	Drafting agenda for equity committee weekly call. Reading and responding to emails from trial team members re various current issues.	1.00	\$500.00
02/17/11	S. D. Susman	10	Conferring by phone with trial team.	0.50	\$550.00
02/17/11	E.G. Sargent	15	Attending trial team weekly call.	0.60	\$300.00
02/17/11	S. Ard	10	Reviewing documents relating to settlement noteholder and reorganized WMI issues. Activity Description: Litigat	2.10	\$630.00
02/18/11	E.G. Sargent	10	Conferring with professionals on trial team re appeal issues.	0.50	\$250.00
02/18/11	S. Ard	10	Preparing for and attending meet and confer call with settlement noteholders.	1.40	\$420.00
02/18/11	S. Ard	10	Reviewing database for documents relating to settlement noteholders and reorganized WMI.	4.10	\$1,230.00
02/21/11	S. Ard	10	Reviewing debtor's production for reorganized WMI and settlement noteholders issues.	1.50	\$450.00

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Date	Attorney	Task	Description	Hours	Amount
02/22/11	J.A. Nelson	10	Conferring with trial team re status.	0.60	\$315.00
02/23/11	S. Ard	10	Editing and discussing settlement noteholder confidentiality agreement.	0.60	\$180.00
02/24/11	J.A. Nelson	10	Conferring with trial team and preparing for same.	0.60	\$315.00
02/24/11	S. Ard	10	Reviewing debtor's supplemental production.	4.90	\$1,470.00
02/24/11	S. Ard	15	Updating task list and attending weekly trial team call.	0.80	\$240.00
02/25/11	S. Ard	10	Revising settlement noteholder confidentiality agreement and conferring with counsel re same.	0.60	\$180.00
02/25/11	S. Ard	10	Reviewing settlement noteholders' productions.	2.10	\$630.00
02/28/11	L.N. Godfrey	10	Reviewing trial team email re public letters, etc.	1.00	\$450.00
02/28/11	S. Ard	10	Reviewing settlement noteholder productions.	4.90	\$1,470.00
02/28/11	S. Ard	10	Reviewing debtors productions.	2.30	\$690.00

Task	Task Description	Hours	Amount
10	Litigation	89.50	34,646.50
11	Plan and Disclosure Statement	45.60	22,800.00

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Task	Task Description	Hours	Amount
15	Committee Administration	7.20	2,820.00
Task Totals:		142.30	60,266.50

Current Fees For Professional Services \$60,266.50

Reimbursable Costs

Date	Description	Amount
02/02/11	Research Charge, legal research - Westlaw, 02/01/2011 - 02/28/2011.	26.53
02/02/11	Reproduction Charges.	1.20
02/03/11	Research Charge, legal research - Westlaw, 02/01/2011 - 02/28/2011.	3.27
02/07/11	Research Charge, legal research - Westlaw, 02/01/2011 - 02/28/2011.	4.41
02/07/11	Research Charge, legal research - Westlaw, 02/01/2011 - 02/28/2011.	24.32
02/07/11	Reproduction Charges.	16.40
02/07/11	Miscellaneous Client Charges - COURT CALL - U.S. Bankruptcy court : CCID # 3985985 debit account # CCDA-02-658, 02/07/11.	44.00
02/08/11	Deposition Expenses - TSG REPORTING, INC. , Invoice #111710-96218 - Deposition transcript Jon Goulding, 11/30/10.	831.00

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Date		Amount
02/08/11	Deposition Expenses - TSG REPORTING, INC. , Invoice #111210-96197 - Deposition of Peter Frelinger, 11/26/10.	1,176.60
02/08/11	Deposition Expenses - TSG REPORTING, INC. , Invoice #111610-96201 - Deposition transcript of William Kosturos, 11/26/10.	1,532.50
02/08/11	Deposition Expenses - TSG REPORTING, INC. , Invoice #111810-96225 - Deposition transcript of Steve Simms, 11/23/10.	1,025.30
02/08/11	Deposition Expenses - TSG REPORTING, INC. , Invoice #111210-96185 - Deposition transcript of Travis Epes, 11/26/11.	986.90
02/10/11	Telephone & Calling Card Expenses - PREMIERE GLOBAL SERVICES , Invoice #06055528 - Conference calls, 01/01/2011 - 01/31/2011..	17.86
02/11/11	Hotel & Travel Expenses - SETH ARD - Taxi expense while working late at the office, 01/12/11.	18.60
02/11/11	Hotel & Travel Expenses - SETH ARD - Taxi expense while working late at the office, 01/18/11.	12.30
02/13/11	Reproduction Charges.	3.00
02/17/11	Hotel & Travel Expenses - SARGENT, EDGAR G. - Travel expense to New York, NY. to attend omnibus hearing, 02/07 - 02/09/11.	2,596.92
02/18/11	Hotel & Travel Expenses - SETH ARD - Taxi expense while working late at the office, 02/01/11.	11.90
02/18/11	Hotel & Travel Expenses - SETH ARD - Taxi expense while working late at the office, 01/19/11.	12.00

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Date		Amount
02/18/11	Miscellaneous Client Charges - SETH ARD - Dinner expense while working late at the office, 02/08/11.	5.57

Current Reimbursable Costs..... \$8,350.58

TOTAL CURRENT BILLING FOR THIS INVOICE \$68,617.08

CERTIFICATE OF SERVICE

I, Gregory A. Taylor, hereby certify that, on March 30, 2011, I caused one copy of the foregoing to be served upon the parties listed below in the manner indicated.

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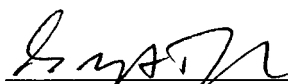
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