

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

<p>In re</p> <p>WASHINGTON MUTUAL, INC., et al.,<sup>1</sup></p> <p style="text-align: center;">Debtors.</p>	<p>Chapter 11</p> <p>Case No. 08-12229 (MFW)</p> <p>(Jointly Administered)</p>
<p>BROADBILL INVESTMENT CORP., as plaintiff, and NANTAHALA CAPITAL PARTNERS, LP, and BLACKWELL CAPITAL PARTNERS, LLC, as intervenor plaintiffs,</p> <p style="text-align: center;">v.</p> <p>WASHINGTON MUTUAL, INC., as defendant, and THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF WASHINGTON MUTUAL INC. AND WMI INVESTMENT CORP., as intervenor defendant.</p>	<p>Adv. Proc. No. 10-50911 (MFW)</p>

**MOTION OF AURELIUS CAPITAL MANAGEMENT, LP  
TO INTERVENE AS A DEFENDANT**

PLEASE TAKE NOTICE that, for reasons set forth in the Memorandum of Law in Support of the Motion of Aurelius Capital Management, LP to Intervene as a Defendant (the “Memorandum of Law”), filed contemporaneously herewith, Aurelius Capital Management, LP (“Aurelius”), on behalf of certain of its respective managed funds that are creditors of the above-captioned debtors and debtors in possession, by and through its undersigned counsel, hereby moves to intervene as a defendant in the above-captioned adversary proceeding, pursuant to

<sup>1</sup> 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.



section 1109(b) of Title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. and Federal Rule of Civil Procedure 24(a)(1), made applicable herein by Rule 7024 of the Federal Rules of Bankruptcy Procedure. In satisfaction of the requirement of Bankruptcy Rule 7024(c) that a motion to intervene be accompanied by a pleading setting out the claim or defense for which intervention is sought, attached as Exhibit A to the Memorandum of Law is the “Proposed Answer and Counterclaim of Intervenor Defendant Aurelius Capital Management, LP to the Amended Complaint.”

Dated: March 1, 2011

**BLANK ROME LLP**

/s/ Victoria A. Guilfoyle

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U.S.C. §§ 157 and 1334; and it appearing that this motion is a “core” proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that the relief requested is appropriate; after due deliberation and good and sufficient cause appearing therefore, it is hereby:

ORDERED that the Motion is granted in all respects; and it is further

ORDERED that Aurelius is authorized to intervene as a defendant in the Adversary Proceeding pursuant to Section 1109(b) of the Bankruptcy Code and Bankruptcy Rule 7024.

Dated: \_\_\_\_\_, 2011

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THE HONORABLE MARY F. WALRATH  
UNITED STATES BANKRUPTCY JUDGE

**CERTIFICATE OF SERVICE**

I, *Victoria A. Guilfoyle*, hereby certify that on March 1, 2011, I caused a copy of the **Motion of Aurelius Capital Management, LP to Intervene as a Defendant** to be served upon the parties listed below in the manner indicated.

/s/ Victoria A. Guilfoyle  
Victoria A. Guilfoyle (DE Bar. No 5183)

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