

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

In re: : Chapter 11
: :
WASHINGTON MUTUAL, INC., *et al.* : Case No. 08-12229 (MFW)
: (Jointly Administered)
: :
Debtors. : **Related Docket Nos. 8326, 8527, 8769, 8913**
: **Hearing Date: December 22, 2011 at 11:30 a.m.**
: :

**CERTIFICATION OF COUNSEL REGARDING THE ORDER AUTHORIZING
INTERIM FEES AND EXPENSES REQUESTED BY PEPPER HAMILTON LLP IN ITS
NOTICE OF NINTH QUARTERLY FEE APPLICATION REQUEST AS CO-COUNSEL
TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD
JUNE 1, 2011 THROUGH SEPTEMBER 30, 2011**

I, David B. Stratton, a Partner in the law firm of Pepper Hamilton LLP, co-counsel to the Official Committee of Unsecured Creditors (the “Committee”), hereby certify:

1. On November 10, 2011, Pepper Hamilton LLP, (“Pepper”), co-counsel to the Official Committee of Unsecured Creditors (the “Committee”), filed its *Notice of Ninth Quarterly Fee Application Request for the Period June 1, 2011 through September 30, 2011* (Docket No. 8996; the “Ninth Pepper Interim Fee Request”).

2. Concurrently herewith, Pepper has submitted to the Court a copy of the Ninth Pepper Interim Fee Request together with related pleadings (such pleadings are listed on Exhibit A attached hereto).

3. Attached hereto as Exhibit B is a proposed Order Authorizing Interim Allowance of Fees and Reimbursement of Expenses to Pepper for the amounts requested in the Ninth Quarterly Request. Pepper hereby respectfully requests that the Order attached hereto as



Exhibit B be entered at the Court's earliest convenience.

Date: December 14, 2011
Wilmington, Delaware

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EXHIBIT A

1. Thirty-Third Monthly Application of Pepper Hamilton LLP, Co-Counsel for the Official Committee of Unsecured Creditors, for Compensation and Reimbursement of Expenses Incurred for the Period June 1, 2011 through June 30, 2011 (Docket No. 8326; filed July 27, 2011)

Related Document: Certification of No Objection Regarding Thirty-Third Monthly Application of Pepper Hamilton LLP, Co-Counsel for the Official Committee of Unsecured Creditors, for Compensation and Reimbursement of Expenses Incurred for the Period June 1, 2011 through June 30, 2011 (Docket No. 8518; filed August 19, 2011)

2. Thirty-Fourth Monthly Application of Pepper Hamilton LLP, Co-Counsel for the Official Committee of Unsecured Creditors, for Compensation and Reimbursement of Expenses Incurred for the Period July 1, 2011 through July 31, 2011 (Docket No. 8527; filed August 22, 2011)

Related Document: Certification of No Objection Regarding Thirty-Fourth Monthly Application of Pepper Hamilton LLP, Co-Counsel for the Official Committee of Unsecured Creditors, for Compensation and Reimbursement of Expenses Incurred for the Period July 1, 2011 through July 31, 2011 (Docket No. 8615; filed September 14, 2011)

3. Thirty-Fifth Monthly Application of Pepper Hamilton LLP, Co-Counsel for the Official Committee of Unsecured Creditors, for Compensation and Reimbursement of Expenses Incurred for the Period August 1, 2011 through August 31, 2011 (Docket No. 8769; filed October 10, 2011)

Related Document: Certification of No Objection Regarding Thirty-Fifth Monthly Application of Pepper Hamilton LLP, Co-Counsel for the Official Committee of Unsecured Creditors, for Compensation and Reimbursement of Expenses Incurred for the Period August 1, 2011 through August 31, 2011 (Docket No. 8951; filed November 3, 2011)

4. Thirty-Sixth Monthly Application of Pepper Hamilton LLP, Co-Counsel for the Official Committee of Unsecured Creditors, for Compensation and Reimbursement of Expenses Incurred for the Period September 1, 2011 through September 30, 2011 (Docket No. 8913; filed October 27, 2011)

Related Document: Certification of No Objection Regarding Thirty-Sixth Monthly Application of Pepper Hamilton LLP, Co-Counsel for the Official Committee of Unsecured Creditors, for Compensation and Reimbursement of Expenses Incurred for the Period September 1, 2011 through September 30, 2011 (Docket No. 9087 ; filed November 21, 2011)

EXHIBIT B

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

In re: : Chapter 11
: :
WASHINGTON MUTUAL, INC., *et al.* : Case No. 08-12229 (MFW)
: (Jointly Administered)
: :
Debtors. : **Related Docket Nos. 8326, 8527, 8769, 8913**
:

**ORDER AUTHORIZING INTERIM FEES AND EXPENSES REQUESTED BY PEPPER
HAMILTON LLP IN ITS NOTICE OF NINTH QUARTERLY FEE APPLICATION
REQUEST AS CO-COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS FOR THE PERIOD FOR THE PERIOD
JUNE 1, 2011 THROUGH SEPTEMBER 30, 2011**

UPON CONSIDERATION of the Notice of Ninth Quarterly Fee Application Request of Pepper Hamilton LLP, as Co-Counsel for the Official Committee of Unsecured Creditors, for the Period June 1, 2011 through September 30, 2011, as summarized on Exhibit A attached hereto and referred to herein as the “Ninth Quarterly Request,” and the Court having reviewed the Ninth Quarterly Request; and there being no objections to the fee applications referenced in the Ninth Quarterly Request (the “Applications”) or such objections to the Applications having been resolved; and the Court having found that: (a) notice of the Applications was adequate under the circumstances; (b) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§157 and 1334; (c) this is a core proceeding pursuant to 28 U.S.C. §157(b)(2); (d) the fees allowed hereby represent reasonable compensation for actual and necessary services rendered by the applicant; and (e) the expenses allowed hereby represent actual and necessary expenses incurred by the applicant in the performance of its duty in these chapter 11 cases,

IT IS HEREBY ORDERED THAT

1. The Application for allowance of the fees and expenses of Pepper Hamilton LLP, pursuant to the Ninth Quarterly Request, in the amounts set forth and summarized on Exhibit A hereto, is hereby authorized and approved.

2. The Debtors are hereby directed to promptly pay Pepper Hamilton LLP the difference, if any, between the allowed amount of fees and expenses approved by this Order and the actual interim payments received by Pepper Hamilton LLP.

Dated: _____, 2011

THE HONORABLE PETER J. WALSH
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT A

APPLICANT	PERIOD	FEEES AND EXPENSES REQUESTED	VOLUNTARY REDUCTION IN FEEES AND EXPENSES	FEEES AND EXPENSES ALLOWED
Pepper Hamilton LLP Hercules Plaza, Suite 5100 1313 Market Street Wilmington, Delaware 19801 Co-Counsel to the Official Committee of Unsecured Creditors	6/1/11 – 9/30/11	<u>Fees:</u> \$790,779.75 <u>Expenses:</u> \$49,140.83	<u>Fees:</u> \$1,781.75 ¹ <u>Expenses:</u> \$0.00	<u>Fees:</u> \$788,998.00 <u>Expenses:</u> \$49,140.83

¹ Pursuant to an agreement with the United States Trustee, Pepper Hamilton LLP has agreed to reduce its fees by \$1,781.75, which reduction is reflected in the total amount of fees set forth herein.

CERTIFICATE OF SERVICE

I, David B. Stratton, hereby certify that on the 14th day of December, 2011, I did serve the foregoing **Certification of Counsel Regarding the Order Authorizing Interim Fees and Expenses Requested by Pepper Hamilton LLP in Its Notice of Ninth Quarterly Fee Application Request as Co-Counsel to the Official Committee of Unsecured Creditors for the Period June 1, 2011 through September 30, 2011** by causing a copy to be served via United States mail, first class, postage pre-paid upon those parties listed on the attached service list.

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