

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

In Re: Washington Mutual, Inc., <i>et al.</i> , ¹ <div style="text-align: right;">Debtors.</div>) Chapter 11) Case No. 08-12229 (MFW)) (Jointly Administered))) Ref. Docket No. 11182 & 11183)) Hearing Date: April 23, 2013 at 2:00 PM EST)
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CERTIFICATION OF COUNSEL

I, Kenneth E. Aaron, Esquire, counsel for Henry J. Berens and Michael R. Zarro (collectively the “Claimants”) in the above captioned cases, hereby state as follows:

1. On March 29, 2013, Claimants each filed motions for entry of an order authorizing them to amend their respective claims pursuant to Bankruptcy Rule 7015 (D.I. 11182 and D.I. 11183).
2. On April 16, 2013, WMILT filed WMI Liquidating Trust’s Omnibus Objection to Certain Employee Claimants’ Motion to Amend (D.I. 11211).
3. On April 23, 2013, a hearing was held with regard to this matter.
4. The undersigned counsel respectfully requests that the Court enter the proposed form of the Order attached as Exhibit “A”.
5. The undersign counsel is available to answer any inquires the Court may have regarding this Certification.

Dated: April 25, 2012

WEIR & PARTNERS LLP

By: /s/ Kenneth E. Aaron
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 Counsel to Henry J. Berens and Michael R. Zarro

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).



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

In re:) Chapter 11
) Case No. 08-12229 (MFW)
Washington Mutual, Inc., *et al.*,¹) (Jointly Administered)
)
Debtors.) Ref. Docket No. 11182 & 11183
)
) Hearing Date: April 23, 2013 at 2:00 PM
) EST
)

ORDER

Upon the motions, dated March 29, 2013 (the “Motions”), of Henry J. Berens and Michael R. Zarro (collectively, the “Claimants”) for entry of an order authorizing Claimants to amend their respective claims as more fully set forth in the Motions, pursuant to Bankruptcy Rule 7015; the Court finding that it has jurisdiction over this matter and the relief requested herein pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that due and proper notice of the Motions and the relief requested therein having been given, and no other or further notice need be given, and all parties in interest having been heard or having been afforded an opportunity to be heard; and the Court having determined that the legal and factual bases set forth in the Motions establish just cause for the relief granted herein; and the Court, on April 3, 2013, having entered the *Agreed Order Adjourning Hearing on WMI Liquidating Trusts’ Motion to Amend Omnibus Objection and Suspending Amended Scheduling Order With Respect to Employee Claims Hearing and Adversary Proceedings* (the “Suspension Order”) [D.I. 11191]; and the Court having determined that good and just cause appears in favor of granting the Motions;

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IT IS HEREBY ORDERED THAT:

1. The Motions are GRANTED as set forth herein;
2. Claimants are hereby granted leave to file amended proofs of claim asserting a claim pursuant to their respective WaMu Change in Control Agreement and the WaMu severance plan, as set forth in the Motions, within 15 days of the entry of this Order;
3. Claimants amended proofs of claim will relate back to the bar date established in these cases, March 31, 2009;
4. The third ORDERED paragraph in the Suspension Order, as such paragraph may be further modified by order of this Court, shall apply to the Claimants' amended proofs of claim, any amended objections related to such amended proofs of claim, and any replies to such objections;
5. This Order shall be treated as an Order Granting Claimants Leave to Amend Proofs of Claim (as such term is defined in the Suspension Order) under the Suspension Order;
6. The parties may take additional discovery solely with respect to the Claimants' WaMu Change in Control Agreements and WaMu severance plan claims;
7. WMI Liquidating Trust is granted leave to bring additional adversary proceedings against the Claimants related solely to the WaMu Change in Control Agreements and WaMu severance plan claims within 30 days of the entry of this Order;
8. Claimants hereby waive the invocation of any defenses based on the running of any statute of limitation, statute of repose, period of prescription, contractual period of limitation, laches, and any other rule or doctrine, at law or in equity, relating to the timeliness of any claims that could have been timely asserted by WMI Liquidating Trust

solely with respect to adversary proceedings related to the WaMu Change in Control Agreements and WaMu severance plan claims;

9. This Order is without prejudice to the rights of any party to seek additional relief from this Court; and,
10. This Court shall retain jurisdiction with respect to any matters related to or arising from the implementation of this Order.

Dated: April _____, 2013

Wilmington, Delaware

THE HONORABLE MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE