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Attorneys for Debtors and
Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:
	:
GENERAL GROWTH	:
PROPERTIES, INC., et al.,	:
	:
Debtors.	:
-----X	

Chapter 11 Case No.
09-11977 (ALG)
(Jointly Administered)

**NOTICE OF FILING OF FIRST INTERIM FEE APPLICATION OF
WEIL, GOTSHAL & MANGES LLP, ATTORNEYS FOR DEBTORS AND
DEBTORS IN POSSESSION FOR THE PERIOD OF
APRIL 16, 2009 THROUGH AUGUST 31, 2009**

PLEASE TAKE NOTICE that on October 27, 2009, Weil, Gotshal & Manges LLP (“**WGM**”) filed its First Interim Fee and Expense Application (the “**Fee Application**”) for fees and expenses incurred from April 16, 2009 through and including August 31, 2009. The Fee Application has been filed with the Court at Docket No. 3296.

PLEASE TAKE FURTHER NOTICE that the deadline to file any objections or responses to the Fee Application is **November 13, 2009 at 4:00 p.m. (prevailing Eastern Time)** (the “**Objection Deadline**”).

PLEASE TAKE FURTHER NOTICE that a hearing will be held before the Honorable Allan L. Gropper, United States Bankruptcy Judge, in Room 617 of the United States Bankruptcy Court, One Bowling Green, New York, New York 10004-1408 on **November 19, 2009, at 10:00 a.m. (prevailing Eastern Time)** (the “**Hearing**”), to consider each Fee Application filed for the period of **April 16, 2009 through and including August 31, 2009** (the “**First Interim Fee Period**”).



PLEASE TAKE FURTHER NOTICE that objections or responses, if any, to the Fee Application (a) must be in writing, (b) must conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court for the Southern District of New York, (c) must set forth the name of the objecting party, the basis for the objection and the specific grounds thereof, (d) must be filed with the Court electronically in accordance with General Order M-242 (which can be found at www.nysb.uscourts.gov) by registered users of the Court's case filing system, and by all other parties in interest, on a 3.5 inch disk, preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format, and (e) must be served upon: (i) the chambers of the Honorable Allan L. Gropper, United States Bankruptcy Court, Alexander Hamilton Custom House, One Bowling Green, Courtroom 617, New York, New York 10004; (ii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10044, (Attn: Greg Zipes, Esq.); (iii) General Growth Properties, Inc., 110 North Wacker Drive, Chicago, Illinois 60606 (Attn: Ronald L. Gern); (iv) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York 10153, (Attn: Gary T. Holtzer, Esq.), attorneys for the Debtors; (v) Kirkland & Ellis LLP, 300 North LaSalle, Chicago, Illinois 60654 (Attn: Anup Sathy, P.C.); (vi) Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York 10036, (Attn: Michael S. Stamer Esq.), attorneys for the Official Committee of Unsecured Creditors; (vii) Gibson, Dunn & Crutcher LLP, 200 Park Avenue, New York, New York 10166, (Attn: David M. Feldman, Esq.), attorneys for the Debtors' postpetition lenders; and (viii) Saul Ewing LLP, 500 E. Pratt St., Ste. 800, Baltimore, MD 21202 (Attn: Joyce A. Kuhns), and Saul Ewing LLP, 400 Madison Ave., Ste. 12 B, New York, New York 10017 (Attn: John J. Jerome), attorneys for the Equity Security Holders Committee; so as to be received no later than the Objection Deadline.

PLEASE TAKE FURTHER NOTICE that if an objection to the Fee Application is not received by the Objection Deadline, the relief requested shall be deemed unopposed, and the Court may enter an order granting the relief sought without a hearing.

PLEASE TAKE FURTHER NOTICE that if an objection to the First Fee Statement is timely filed, objecting parties are required to attend a hearing, and failure to appear may result in relief being granted or denied upon default.

Dated: October 27, 2009
Washington, D.C.

/s/ Adam P. Stochak
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