

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re,

WASHINGTON MUTUAL, INC., et al.¹

Debtors.

Chapter 11

Case No. 08-12229 (MJW)

(Jointly Administered)

Objection Deadline: June 29, 2009 at
4:00 p.m. (EDT)

**SUMMARY OF SEVENTH MONTHLY APPLICATION OF DAVIS WRIGHT
TREMAINE LLP FOR ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND FOR REIMBURSEMENT OF EXPENSES AS SPECIAL COUNSEL
TO THE DEBTORS AND DEBTORS IN POSSESSION FOR THE PERIOD FROM
APRIL 1, 2009 THROUGH APRIL 30, 2009**

Name of Applicant:	<u>Davis Wright Tremaine LLP</u>
Authorized to Provide Professional Services to:	<u>Washington Mutual, Inc. and WMI Investment Corp.</u>
Date of Retention:	<u>November 14, 2008, <i>nunc pro tunc</i> to September 26, 2008</u>
Period for which compensation and reimbursement is sought:	<u>April 1, 2009 to April 30, 2009</u>
Amount of Compensation sought as Actual, reasonable and necessary:	<u>\$32,905.20 (80% of \$41,131.50)</u>
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	<u>\$217.91</u>
This is a(n):	<u> x </u> monthly <u> </u> interim <u> </u> final application
Prior Fee Applications Filed:	Six

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). The Debtors' principal offices are located at 1301 Second Avenue, Seattle, Washington 98101.

Summary of Fee Applications for Compensation Period:

Date Filed	Period Covered	Requested		Approved	
		Fees	Expenses	Fees	Expenses
11/26/2008	9/26/2008 through 10/31/2008	\$194,229.60 (80% of \$242,787) ²	\$352.35	\$242,787	\$352.35
12/29/2008	11/1/2008 through 11/30/2008	\$93,980.80 (80% of \$117,476)	\$82.76	\$117,476	\$82.76
2/6/2009	12/1/2008 through 12/31/2008	\$112,461.60 (80% of \$140,577)	\$1,363.11	\$140,577	\$1,363.11
3/17/2009	1/1/2009 Through 1/31/2009	\$19,717.60 (80% of \$24,647.00)	\$16,871.83	\$24,647.00	\$16,871.83
3/27/2009	2/1/2009 Through 2/28/2009	\$7,498.00 (80% of \$9,372.50)	\$683.40		
5/1/2009	3/1/2009 Through 3/31/2009	\$15,003.20 (80% of \$18,754.00)	\$150.94		
5/21/2009	4/1/2009 Through 4/30/2009	\$32,905.20 (80% of \$41,131.50)	\$217.91		

Summary of Any Objections to Fee Applications:

Date of Fee Application	Date of Objection	Total Fees Subject to Objection	Total Expenses Subject to Objection

² This amount reflects Davis Wright Tremaine LLP's voluntary reduction of \$7480.50 in fees based on comments received from the Office of the United States Trustee for the District of Delaware.

COMPENSATION BY PROFESSIONAL

Name of Professional Individual	Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
Steven P. Caplow	Joined the firm as an Associate 04/26/1999. Partner as of 01/01/2002. Member of WA bar since 1990.	\$ 395.00	1.90	\$ 750.50
Ame Lewis	Joined the firm as an Associate 10/1/01. Member of WA bar since 2001.	\$ 325.00	9.74	\$ 3,166.76
Lynn Loacker	Joined the firm as Partner on 11/3/08. Member of WA bar since 1982.	\$ 780.00	.39	\$ 305.11
Sean McCann	Joined the firm as a Lateral Associate 1/23/06. Contract Partner effective 1/1/09. Member of WA bar since 12/12/06 and WDC 6/4/01 and Georgia 11/04/98	\$ 395.00	0.30	\$ 118.50
Bernard Russell	Joined the firm as an Equity Partner 10/13/08. Member of WA bar since 1979.	\$ 525.00	55.99	\$ 29,396.93
Jacob Scholl	Joined the firm as Of Counsel 10/13/08. Member of WA bar since 1998.	\$ 340.00	14.87	\$ 4,986.11
Meryl Seely	Joined the firm in 10/8/08. Paralegal since 10/8/08.	\$ 200.00	5.41	\$ 1,082.65
Mathew Teagarden	Paralegal since 2005. Joined the firm in 2004.	\$ 145.00	3.60	\$ 522.00
Brian J. Todd	Joined the firm as Of Counsel on 6/15/00. Partner as of 1/1/06. Member of MN bar 1984; member of WA bar 11/13/90.	\$ 530.00	0.20	\$ 106.44
Heather Wight-Axling	Joined the firm as an Associate 10/1/04. Member of WA bar since 11/29/04.	\$ 315.00	1.00	\$ 315.00
David Wilson	Joined the firm as Of Counsel 10/13/08. Member of WA bar since 5/16/83.	\$ 545.00	0.70	\$ 381.50
TOTAL			94.10	\$41,131.50

Grand Total	\$41,131.50
Attorney Compensation	\$39,526.85
Total Attorney Hours	85.09
Blended Rate	\$464.53

Dated: June 8, 2009
Seattle, Washington

COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees
A SB Escrow	5.4	\$ 2,835.00
Asset and Analysis		
Asset Disposition		
Business Operations	2	\$ 854.00
Case Administration		
Claims Administration and Objections		
Employee Benefits/Pensions		
Fee/Employment Applications	5.8	\$ 1,391.00
Fee/Employment Objections		
Financing		
Litigation		
Plan and Disclosure Statement		
Relief from Stay Proceedings		
Subsidiary Unwinds	80.9	\$ 36,051.50
Tax Issues		
Valuation		
Other		
TOTAL	94.10	\$41,131.50

EXPENSE SUMMARY

Expense Category	Service Provider (if applicable)	Total Expenses
Co mputer Assisted Legal Research	West Publishing Service	\$58.92
Facsimile (with rates)		
Long Distance Telephone		
In-House Reproduction	Photocopy Charge @ 0.10/page	\$0.60
Outside Reproduction		
Outside Research		
Filing/Court Fees	Obtaining State documents	\$121.77
Court Reporting		
Local Travel		
Out-of-town Travel		
Courier & Express Carriers (e.g. Federal Express)	Delivery Service	\$28.62
Postage		
Other (Explain)	PACER	\$8.00
TOTAL		\$217.91

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

In re,

**WASHINGTON MUTUAL, INC., et
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Chapter 11

Case No. 08-12229 (MJW)

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**Objection Deadline: June 29, 2009 at 4:00 p.m.
(EDT)**

**SEVENTH MONTHLY APPLICATION OF DAVIS WRIGHT TREMAINE LLP FOR
ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED
AND FOR REIMBURSEMENT OF EXPENSES AS SPECIAL COUNSEL TO THE
DEBTORS AND DEBTORS IN POSSESSION FOR THE PERIOD
FROM APRIL 1, 2009 THROUGH APRIL 30, 2009**

Pursuant to sections 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and the Court’s Amended Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, dated November 14, 2008 [Docket No. 302] (the “Administrative Order”), Davis Wright Tremaine LLP (“DWT”) hereby files this Sixth Monthly Application for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Special Counsel to the Debtors and Debtors in Possession for the Period From April 1, 2009 through April 30, 2009 (the “Application”). By this Application, DWT seeks a monthly allowance pursuant to the Administrative Order with respect to the sums of \$32,905.20 (80% of \$41,131.50) as compensation and \$217.91 for reimbursement of actual and necessary expenses for a total of \$33,123.11 for the period April 1, 2009 through and including April 30, 2009 (the “Compensation Period”). In support of this Application, DWT

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respectfully represents as follows:

Background

1. On September 26, 2008 (the "Petition Date"), Washington Mutual, Inc. and WMI Investment Corp. (collectively, the "Debtors") filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code.

2. DWT was retained effective as of the Petition Date by this Court's Order dated November 14, 2008 [Docket No. 298] (the "Retention Order") to: (i) provide day-to-day counseling and advice with respect to contractual, securities, corporate governance, operational and other similar non-bankruptcy matters which do not involve representing the Debtors in conducting the above-captioned cases; and (ii) representing WMI in the civil litigation matters referenced on Exhibit 2 to the Rummage Affidavit which are not securities litigation (either derivative or class action) matters. The Retention Order authorized DWT to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

Compensation Paid and Its Source

3. All services for which compensation is requested by DWT were performed for or on behalf of the Debtors.

4. DWT has received no payment and no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between DWT and any other person (other than the partners of DWT) for the sharing of compensation to be received for services rendered in these cases.

Fee Statements

5. The fee statement for the Compensation Period is attached hereto as Exhibit A. This statement contains daily time logs describing the time spent by each attorney and paraprofessional for this period. To the best of DWT's knowledge, this Application complies with sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Guidelines adopted by the Office of the United States Trustee, Del. Bank. L.R. 2016-2, and the Administrative Order.

Actual and Necessary Expenses

6. A summary of actual and necessary expenses and daily logs of expenses incurred by DWT during the Compensation Period is attached hereto as Exhibit A. Pursuant to the local Rules, DWT will charge the Debtors \$.10 per page for photocopying expenses. DWT does not charge its clients for facsimile transmissions or long-distance telephone charges.

7. Regarding providers of on-line legal research (e.g., LEXIS and WESTLAW), DWT charges all of its clients the discounted usage rates these providers charge, which equals DWT's actual cost.

8. DWT believes the foregoing rates are the market rates that the majority of law firms charges clients for such services. In addition, DWT believes that such charges are in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

Summary of Services Rendered

9. The partners, associates and paraprofessionals of DWT who have rendered professional services in these cases are as follows:

Steven P. Caplow	Partner
Ame Lewis	Associate
Lynn Loacker	Partner
Sean McCann	Partner
Bernard Russell	Partner
Jacob Scholl	Of Counsel
Meryl Seely	Paralegal
Mathew Teagarden	Paralegal
Brian J. Todd	Partner
Heather Wight-Axling	Associate
David Wilson	Of Counsel

10. DWT, by and through the above-named persons, has performed all necessary professional services which are described and narrated in detail hereinafter.

Summary of Services by Project

11. The services rendered by DWT during the Compensation Period can be grouped into the categories set forth below. These categories are generally described below, with a more detailed identification of the actual services provided set forth on the attached Exhibit A. The attorneys and paraprofessionals who rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category, in Exhibit A attached hereto.

A. ASB Escrow

Fees: \$2,835.00; Total Hours: 5.4

This category covers issues related to an escrow established in 1996 between Washington Mutual as acquirer of American Savings Bank and the indirect selling shareholders of American Savings Bank relating to goodwill litigation that American Savings Bank and certain affiliates had with the United States Government.

B. Asset Analysis and Recovery

Fees: \$0.00; Total Hours: 0.0

C. Asset Disposition

Fees: \$0.00; Total Hours: 0.0

D. Business Operations

Fees: \$854.00; Total Hours: 2.0

This category covers day-to-day counseling and advice with respect to contractual, securities, corporate governance, operation and other similar non-bankruptcy matters which do not involve representing the Debtors in conducting the above-captioned cases. It includes assisting the Debtor with agreements, Board of Director matters, corporate operations, insurance, regulatory compliance, transition, subsidiaries and wind-down of operations.

E. Case Administration

Fees: \$0.00; Total Hours: 0.0

F. Claims Administration and Objections

Fees: \$0.00; Total Hours: 0.0

G. Employee Benefits/Pensions

Fees: \$0.00; Total Hours: 0.0

This category includes matters related to the Savings Plan, Pension Plan and ERISA.

H. Fee/Employment Applications

Fees: \$1,391.00; Total Hours: 5.8

This category includes matters related to preparing DWT's employment application, fee applications, and responding to comments of the United States Trustee and the Creditor's Committee.

I. Fee/Employment Objections

Fees: \$0.00 Hours: 0.0

J. Financing

Fees: \$0.00; Total Hours: 0.0

K. Litigation

Fees: \$ 0.00; Total Hours: 0.0

This category covers holding company litigation, including transition and assumption of pending litigation, Board reporting, litigation holds and responding to demands for documents.

L. Plan and Disclosure Statement

Fees: \$0.00; Total Hours: 0.0

ML. Relief from Stay Proceedings

Fees: \$0.00; Total Hours: 0.0

N. Tax Issues

Fees: \$0.00; Total Hours: 0.0

O. Subsidiary Unwinds

Fees: \$36,051.50; Total Hours: 80.9

This category covers corporate mergers, reorganizations and liquidations among its subsidiaries.

P. Valuation

Fees: \$0.00; Total Hours: 0.0

Q. Other (Explain)

Fees: \$0.00; Total Hours: 0.0

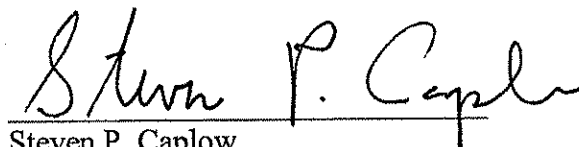
Valuation of Services

12. Attorneys and paraprofessionals of DWT have expended a total of 94.10 hours in connection with this matter during the Compensation Period, as follows: 9 attorneys for 85.09 hours at a blended rate of \$464.53. Likewise, 2 paraprofessionals for 9.01 hours at a blended rate of \$178.10. The nature of the work performed by these persons is fully set forth in Exhibit A attached hereto. These are DWT's normal hourly rates for work of this character. The reasonable value of the services rendered by DWT to the Debtors during the Compensation Period is \$32,905.20 (80% of \$41,131.50).

13. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by DWT is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title. Moreover, DWT has reviewed the requirements of Del. Bank. L.R. 2016-2 and believes that this Application complies with that Rule.

WHEREFORE, DWT respectfully requests that the Court authorize that for the period April 1, 2009 through April 30, 2009, an allowance be made to DWT pursuant to the terms of the Administrative Order, with respect to the sum of \$32,905.20 as compensation for necessary professional services rendered, (80% of \$41,131.50), and the sum of \$217.91 as 100% reimbursement of actual necessary costs and expenses, for a total of \$33,123.11, and that such sums be authorized for payment and for such other and further relief as this Court may deem just and proper.

Dated: June 8, 2009
Seattle, Washington

A handwritten signature in black ink, reading "Steven P. Caplow". The signature is fluid and cursive, with the first name "Steven" and last name "Caplow" clearly legible. The signature is positioned above a horizontal line.

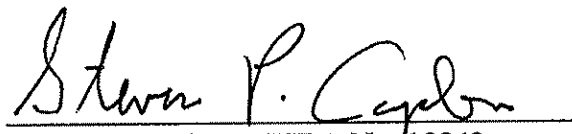
Steven P. Caplow
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Email: stevecaplow@dwt.com

VERIFICATION

STATE OF WASHINGTON)
) ss:
COUNTY OF KING)

Steven P. Caplow, after being duly sworn according to law, deposes and says:

- a) I am a partner with the applicant firm, Davis Wright Tremaine LLP.
- b) I am familiar with the work performed on behalf of the Debtors by the lawyers 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. Bank. L.R. 2016-2, and submit that the Application substantially complies with such order.


Steven P. Caplow, WSBA No. 19843

SWORN AND SUBSCRIBED before me
this 6 day of June, 2009.


Notary Public
My Commission Expires: 3/30/12

