

FILED

United States Bankruptcy Court

District of Delaware

2008 SEP 26 PM 10:15

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle):
WMI Investment Corp.

Name of Joint Debtor (Spouse) (Last, First, Middle):
N/A

All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):
WaMu Investments Corp.

All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
N/A

Last four digits of Social-Security No./Complete EIN or other Tax-I.D. No. (if more than one, state all):
Tax-I.D. No. 20-5885395

Last four digits of Social-Security No./Complete EIN or other Tax-I.D. No. (if more than one, state all):
N/A

Street Address of Debtor (No. and Street, City, and State):
1301 Second Avenue, Seattle, WA
ZIP CODE 98101

Street Address of Joint Debtor (No. and Street, City, and State):
N/A
ZIP CODE

County of Residence or of the Principal Place of Business:
King County

County of Residence or of the Principal Place of Business:
N/A

Mailing Address of Debtor (if different from street address):
N/A
ZIP CODE

Mailing Address of Joint Debtor (if different from street address):
N/A
ZIP CODE

Location of Principal Assets of Business Debtor (if different from street address above):
N/A
ZIP CODE

Type of Debtor (Form of Organization) (Check one box.)
[] Individual (includes Joint Debtors) See Exhibit D on page 2 of this form.
[X] Corporation (includes LLC and LLP)
[] Partnership
[] Other (If debtor is not one of the above entities, check this box and state type of entity below.)

Nature of Business (Check one box.)
[] Health Care Business
[] Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B)
[] Railroad
[] Stockbroker
[] Commodity Broker
[] Clearing Bank
[X] Other Investment Company.
Tax-Exempt Entity (Check box, if applicable.)
[] Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).

Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)
[] Chapter 7
[] Chapter 9
[X] Chapter 11
[] Chapter 12
[] Chapter 13
[] Chapter 15 Petition for Recognition of a Foreign Main Proceeding
[] Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding

Nature of Debts (Check one box)
[] Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose."
[X] Debts are primarily business debts.

Chapter 11 Debtors
Check one box:
[] Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).
[X] Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).
Check if:
[] Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000.
Check all applicable boxes:
[] A plan is being filed with this petition.
[] Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(B).

Statistical/Administrative Information
[X] Debtor estimates that funds will be available for distribution to unsecured creditors.
[] Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

THIS SPACE IS FOR COURT USE ONLY

Estimated Number of Creditors
[X] 1-49 [] 50-99 [] 100-199 [] 200-999 [] 1,000-5,000 [] 5,001-10,000 [] 10,001-25,000 [] 25,001-50,000 [] 50,001-100,000 [] Over 100,000

Estimated Assets
[] \$0 to \$50,000 [] \$50,001 to \$100,000 [] \$100,001 to \$500,000 [] \$500,001 to \$1 million [] \$1,000,001 to \$10 million [] \$10,000,001 to \$50 million [] \$50,000,001 to \$100 million [] \$100,000,001 to \$500 million [] \$500,000,001 to \$1 billion [] More than \$1 billion

Estimated Liabilities
[X] \$0 to \$50,000 [] \$50,001 to \$100,000 [] \$100,001 to \$500,000 [] \$500,001 to \$1 million [] \$1,000,001 to \$10 million [] \$10,000,001 to \$50 million [] \$50,000,001 to \$100 million [] \$100,000,001 to \$500 million [] \$500,000,001 to \$1 billion [] More than \$1 billion



Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): WMI Investment Corp.	
All Prior Bankruptcy Case Filed Within Last 8 Years (if more than two, attach additional sheet.)			
Location Where Filed: N/A	Case Number: N/A	Date Filed: N/A	
Location Where Filed: N/A	Case Number: N/A	Date Filed: N/A	
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (if more than one, attach additional sheet.)			
Name of Debtor: Washington Mutual, Inc.		Case Number: Pending	Date Filed: September 26, 2008
District: District of Delaware		Relationship: Affiliate	Judge: Pending
<p style="text-align: center;">Exhibit A</p> <p><small>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</small></p> <p style="text-align: center;">NOT APPLICABLE</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>		<p style="text-align: center;">Exhibit B</p> <p><small>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</small></p> <p style="text-align: center;">NOT APPLICABLE</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by § 342(b).</p> <p style="text-align: center;"><u> X </u> Signature of Attorney for Debtor(s) Date</p>	
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.			
<input checked="" type="checkbox"/> No.			
Exhibit D			
NOT APPLICABLE			
<small>(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)</small>			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue <small>(Check any applicable box.)</small>			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property			
NOT APPLICABLE			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			
_____ <small>(Name of landlord that obtained judgment)</small>			
_____ <small>(Address of landlord)</small>			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(1)).			

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):

WMI Investment Corp.

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (if not represented by attorney)

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.

Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

Date

Signature of Attorney*

Mark D. Collins (No. 2981) Brian S. Rosen

Printed Name of Attorney for Debtor(s)

Richards, Layton & Finger, P.A. Weil, Gotshal & Manges LLP

Firm Name

One Rodney Square 767 Fifth Avenue

Address

Wilmington, DE 19801 New York, NY 10153

(302) 651-7700 (212) 310-8000

Telephone Number

09/26/08

Date

* In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19B is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X _____

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X Stewart M. Landefeld
Signature of Authorized Individual

Printed Name of Authorized Individual

Executive Vice President
Title of Authorized Individual

09/26/08
Date

CERTIFICATE OF RESOLUTION

I, Stewart M. Landefeld, a duly authorized officer of WMI Investment Corp., a Delaware corporation (the "Corporation"), hereby certify that the following resolutions were duly adopted by the vote of all of the Directors of the Corporation in attendance at a special meeting of the Board of Directors of the Corporation held on September 26, 2008 in accordance with the requirements of Delaware General Corporation Law and that said resolutions have not been modified or rescinded and are still in full force and effect on the date hereof:

Chapter 11 Case

WHEREAS, WMI Investment Corp. has determined that it is desirable and in the best interests of the Corporation and its creditors, employees, and other interested parties that a petition be filed by the Corporation, seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code");

NOW, THEREFORE, BE IT

RESOLVED, that the President, Secretary, Treasurer, any First Vice President, any Assistant Secretary, any Officer, and any other person designated and so authorized to act (each, an "Authorized Officer") of the Corporation be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Corporation, to execute and verify the petition under chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") at such time as the Authorized Officer executing the petition shall determine; and it is further

RESOLVED, that the law firm of Weil, Gotshal & Manges LLP be, and hereby is, employed as attorneys for the Corporation under a general retainer in any such chapter 11 case, subject to the approval of the Bankruptcy Court; and it is further

RESOLVED, that the law firm of Richards, Layton & Finger, P.A. be, and hereby is, employed as local counsel for the Corporation under a general retainer in any such chapter 11 case, subject to the approval of the Bankruptcy Court; and it is further

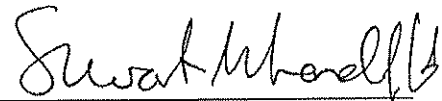
RESOLVED, that the law firm of Simpson Thacher & Bartlett LLP be, and hereby is, employed as special counsel for the Corporation under a general retainer in any such chapter 11 case, subject to the approval of the Bankruptcy Court; and it is further

RESOLVED, that any Authorized Officer be, and hereby is, authorized, empowered, and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers and, in connection therewith, to employ and retain all assistance by legal counsel, accountants, financial advisors, and other professionals and to take and perform any and all further acts and deeds that such Authorized Officer deems necessary, proper, or desirable in connection with the Corporation's chapter 11 case, with a view to the successful prosecution of such case; and it is further

RESOLVED, that any Authorized Officer and such other officers of the Corporation as the Authorized Officers shall designate from time to time, and any employees or agents (including counsel) designated by or directed by any such officers be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Corporation, to cause the Corporation to enter into, execute, deliver, certify, file, and/or record, and perform such agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities, certificates, or other documents, and to take such other actions, as in the judgment of any such officer shall be or become necessary, proper, and desirable to effectuate the successful prosecution of the chapter 11 case; and it is further

RESOLVED, that any and all past actions heretofore taken by any Authorized Officer or the directors of the Corporation in the name and on behalf of the Corporation in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved.

IN WITNESS WHEREOF, I have duly executed this Certificate this twenty-sixth day of September, 2008.



By: Stewart M. Landefeld
Title: Executive Vice President

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

-----X	X
<i>In re</i>	:
WMI INVESTMENT CORP.,	:
Debtor.	:
-----X	X

Chapter 11

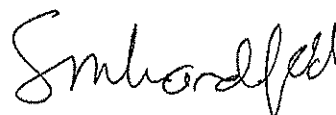
Case No. 08- _____ ()

**LIST OF CREDITORS
HOLDING 20 LARGEST UNSECURED CLAIMS¹**

The following is a list of creditors holding the twenty (20) largest unsecured claims against the above-captioned debtor (the "Debtor"). This list has been prepared from the unaudited books and records of the Debtor. The list reflects amounts from the Debtor's books and records as of September 26, 2008. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in the Debtor's chapter 11 case. This list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101 or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the twenty (20) largest unsecured claims. The information herein shall not constitute an admission of liability by, nor is it binding on, the Debtor. Moreover, nothing herein shall affect the Debtor's right to challenge the amount or characterization of any claim at a later date.

Name of Creditor	Complete Mailing Address of Creditor Including Zip Code	Nature of Claim (trade debt, bank loan, government contract, etc.)	Indicate if Claim is contingent, unliquidated, disputed or subject to set-off	Amount of Claim (if secured also state value of security)

Dated: September 26, 2008



By: Stewart M. Landefeld
Title: Executive Vice President

¹ The List of Creditors reflects the latest information available to the Debtor as of September 26, 2008. The Debtor will continue to update this information and will provide a complete List of Creditors as soon as practicable.


UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

-----X
In re : Chapter 11
WMI INVESTMENT CORP., :
Debtor. : Case No. 08-_____ ()
-----X

**DECLARATION CONCERNING LIST
OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

I, the undersigned authorized officer of WMI Investment Corp., named as the debtor in this case (the "Debtor"), declare under penalty of perjury that I have read the foregoing List of Creditors Holding 20 Largest Unsecured Claims against the Debtor and that the list is true and correct to the best of my information and belief.

Dated: September 26, 2008



By: Stewart M. Landefeld
Title: Executive Vice President

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

-----X
In re : Chapter 11
: :
WMI INVESTMENT CORP., : :
: : Case No. 08-_____ ()
: :
Debtor. : :
: :
-----X

LIST OF CREDITORS

The above-captioned debtor (the "Debtor") filed a petition in this court on September 26, 2008 for relief under chapter 11 of the United States Bankruptcy Code, 11 U.S.C. §§ 101-1532. As soon as practicable, the Debtor will file a motion requesting a waiver of the requirement for filing a list of creditors pursuant to sections 105(a), 342(a), and 521(a)(1) of title 11 of the United States Code, Rules 1007(a) and 2002(a), (f), and (l) of the Federal Rules of Bankruptcy Procedure, and Rule 1007-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware.

Dated: September 26, 2008



By: Stewart M. Landefeld
Title: Executive Vice President

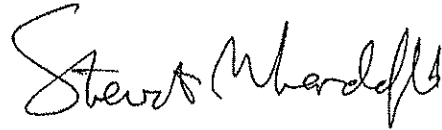
**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

-----X		
<i>In re</i>	:	Chapter 11
	:	
WMI INVESTMENT CORP.,	:	
	:	Case No. 08-_____ ()
	:	
Debtor.	:	
	:	
-----X		

**CORPORATE OWNERSHIP STATEMENT
AND LIST OF EQUITY SECURITY HOLDERS**

Pursuant to Rules 1007(a)(1), 1007(a)(3), and 7007.1 of the Federal Rules of Bankruptcy Procedure the undersigned authorized officer of WMI Investment Corp. in the above-captioned case, certifies that Washington Mutual, Inc. owns 100% of the equity interests in WMI Investment Corp.

Dated: September 26, 2008



By: Stewart M. Landefeld
Title: Executive Vice President

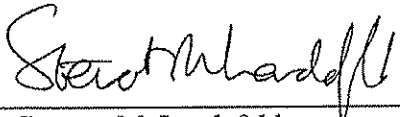
UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

-----X
In re : Chapter 11
WMI INVESTMENT CORP., :
 :
 : Case No. 08-____ ()
 :
 Debtor. :
 :
 :
-----X

**DECLARATION CONCERNING CORPORATE OWNERSHIP
STATEMENT AND LIST OF EQUITY SECURITY HOLDERS**

I, the undersigned authorized officer of WMI Investment Corp., named as the debtor in this case, declare under penalty of perjury that I have reviewed the Corporate Ownership Statement and List of Equity Security Holders of WMI Investment Corp., submitted herewith and that it is true and correct to the best of my information and belief.

Dated: September 26, 2008


By: Stewart M. Landefeld
Title: Executive Vice President