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Attorneys for Morgan Guaranty Trust
Company of New York, a New York
Banking Corporation

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

In re:

PACIFIC GAS AND ELECTRIC
COMPANY, a California corporation,

Debtor.

Case No. SF-01-30923-DM

Chapter 11

BANKRUPTCY RULE 2019 STATEMENT OF
KELLEY DRYE & WARREN LLP

[No Hearing Required]

TO THE CLERK OF THE BANKRUPTCY COURT AND TO ALL PARTIES IN INTEREST:

In accordance with Rule 2019(a) of the Federal Rule of Bankruptcy Procedure, Kelley Drye & Warren LLP ("KDW"), local counsel for Morgan Guaranty Trust Company of New York, a New York Banking Corporation ("Morgan") and co counsel for Secured Creditor BP Energy Company, Inc. ("BP") (collectively, the "Parties"), states the following:

1. Names and Addresses of the Parties Represented by KDW

KDW has been employed to represent Morgan and BP in the captioned Chapter 11 case of Pacific Gas & Electric Company (the "Debtor"). The Parties' addresses are as follows:

- (i) Morgan Guaranty Trust Company of New York, 60 Wall Street, 19th Floor, New York, NY 10260 and (ii) BP Energy Company, 501 Westlake Park Boulevard, Mail Code 16.142, P.O. Box 3092, Houston, Texas 77079.

ADD: Judge Mail Center

ADD

1 2. The Nature and Amount of the Claim and the Time of Acquisition

2 BP is a pre-petition secured creditor which is also providing post-petition gas supply to
3 the Debtor pursuant to a Court Order entered May 10, 2001. The amount of BP's post-petition
4 claim fluctuates over time, but is approximately \$10 million. Morgan holds unsecured claims in
5 the amount of approximately \$75 to 80 million as part of a bank group for which the agent bank is
6 Bank of America and Morgan also holds a contingent reimbursement claim in the amount of \$165
7 million against the Debtor as the letter of credit bank under letters of credit on which the Debtor
8 is the account party.

9 3. The Recital of the Pertinent Facts in Connection With the Employment of KDW as
10 Counsel for the Parties

11 KDW has fully advised Morgan and BP with respect to this concurrent representation.
12 Each of the parties has agreed to such representation and has requested that KDW represent them
13 in this case.

14 4. Amount of Claims Owned By KDW

15 KDW does not hold any claims against or hold any interest in the Debtors.

16 I, William H. Kiekhofer, III, declare under penalty of perjury under the laws of the United
17 States of America that I have read the foregoing statement and that it is true and correct to the
18 best of my knowledge, information and belief.

19 DATED: June 6, 2001

WILLIAM H. KIEKHOFER, III
STEVEN E. RICH
KELLEY DRYE & WARREN

22 By: 

William H. Kiekhofer, III
Attorneys for Morgan Guaranty Trust Company
of New York, a New York Banking Corporation
and BP Energy Company, Inc.