

# FOLEY & MANSFIELD

**THOMAS J. LALLIER**

ATTORNEYS AT LAW  
PROFESSIONAL LIMITED LIABILITY PARTNERSHIP

200 Lafayette Building  
1108 Nicollet Mall  
Minneapolis, Minnesota 55403  
Telephone: (612) 338-8788 Facsimile: (612) 338-8690

**Writer's Direct Dial**  
612-349-9854

**Writer's Email Address**  
lallit@foleymansfield.com

ATTORNEYS ADMITTED TO PRACTICE IN  
MINNESOTA, MICHIGAN, WISCONSIN, MISSOURI, CALIFORNIA,  
KANSAS, NORTH DAKOTA, OREGON, PENNSYLVANIA, ILLINOIS,  
FLORIDA, OHIO, AND THE DISTRICT OF COLUMBIA

50-275  
323

October 26, 2001

To: Parties on the Attached Certificate of Service

RE: **Pacific Gas & Electric Co.**  
**Bky. No. 01-30923**  
**The West Group Nos. 841-956-614; 509-417-246; 313-084-328;**  
**683-848-278; 873-065-078; 279-872-014; 834-417-050**

Dear Sir or Madam:

Enclosed herewith please find served upon you the NOTICE OF MOTION OF WEST GROUP FOR: (1) ORDER COMPELLING DEBTOR TO ASSUME OR REJECT EXECUTORY CONTRACTS OR, IN THE ALTERNATIVE, (2) FOR RELIEF FROM THE AUTOMATIC STAY in the above-referenced matter. Also enclosed is our Certificate of Service.

If you should have any questions, please do not hesitate to call.

Very Truly Yours,

FOLEY AND MANSFIELD, P.L.L.P.

*Thomas J. Lallier*  
Thomas J. Lallier

TJL/jl  
Enclosures

**THIS IS AN ATTEMPT TO COLLECT A DEBT, AND ANY INFORMATION  
OBTAINED WILL BE USED FOR THAT PURPOSE.**

Add Rids OGC Mail Center  
4001

**Unsworn Affidavit of Service**

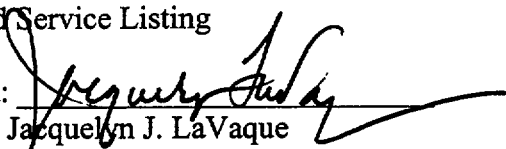
**STATE OF MINNESOTA )**  
**) ss.**  
**COUNTY OF HENNEPIN )**

I, Jacquelyn J. LaVaque, declare under penalty of perjury that on October 26, 2001, I mailed copies of the attached NOTICE OF MOTION OF WEST GROUP FOR: (1) ORDER COMPELLING DEBTOR TO ASSUME OR REJECT EXECUTORY CONTRACTS OR, IN THE ALTERNATIVE, (2) FOR RELIEF FROM THE AUTOMATIC STAY by first class mail, postage prepaid, to each entity named below at the address stated below for each entity:

All Parties on Attached Service Listing

Executed on: October 26, 2001.

Signed:

  
Jacquelyn J. LaVaque  
Foley & Mansfield, P.L.L.P.  
200 Lafayette Building  
1108 Nicollet Mall  
Minneapolis, MN 55403

**SPECIAL NOTICE LIST**

**As of August 21, 2001**

Aron M. Oliner  
Buchalter, Nemer, Fields & Younger  
333 Market Street  
San Francisco, California 94105

Adam A. Lewis  
Morrison & Foerster  
425 Market Street, 33rd Floor  
San Francisco, California 94105

Adrienne Vadell Sturges  
Sodexo Marriott Services, Inc.  
9801 Washingtonian Boulevard, 12th Floor  
Gaithersburg, MD 20878

Alan Z. Yudowsky  
Anne E. Wells  
Stroock & Stroock & Lavan LLP  
2029 Century Park East, Suite 1800  
Los Angeles, California 90067

Alex Makler  
Calpine Greenleaf, Inc.  
6700 Koll Center Parkway, Suite 200  
Pleasanton, California 94566

Amy Hallman Rice  
Dorsey & Whitney LLP  
Pillsbury Center South  
220 South Sixth Street  
Minneapolis, Minnesota 5540-1498

Andrew N. Chau  
1177 West Loop South, Suite 900  
Houston, Texas 77027

Angela M. Alioto  
Law Offices of Joseph L. Alioto  
and Angela Alioto  
700 Montgomery Street  
San Francisco, California 94111

Arlen Orchard  
Sacramento Municipal Utility District  
6201 S. Street, Mail Stop B408  
Sacramento, California 95817

Arnold Wallenstein  
ThermoEcotek Corporation  
245 Winter Street, Suite 300  
Waltham, MA 02154

Aron Mark Oliner  
Buchalter, Nemer, Fields & Younger, A Professional  
Corporation  
333 Market Street, 29th Floor  
San Francisco, California 94105

B.C. Barmann  
Senior County Counsel  
1115 Truxtun Avenue, 4th Floor  
Bakersfield, California 93301

B.C. Barmann, Sr.  
County Counsel  
Attn: Jerri S. Bradley, Deputy  
1115 Truxtun Avenue, Fourth Floor  
Bakersfield, California 93301

Bank of America National Trust and Savings Association  
Attn: Peggie Sanders  
1850 Gateway Boulevard  
Concord, CA 94520

Bank of America  
Attn: Clara Strand  
555 South Flower Street  
Mail Code CA9-706-11-21  
Los Angeles, CA 90071

Bank One  
Corporate Trust Administration  
Attn: Janice Ott Rotunno  
Mail Code IL1-0126  
1 Bank One Plaza  
Chicago, IL 60670-0126

Bank One, NA  
Attn: Robert G. Bussa, Jane Bek  
Energy & Utilities  
Mail Code IL 1-0363  
Bank One Plaza  
Chicago, IL 60670

Bankers Trust Co. of California, NA  
Structured Finance Group  
Attn: Peter Becker  
4 Albany St., 10th Floor  
New York, NY 10006

Bankers Trust Co.  
Trustee Corp. Trust  
Safet Kalabovic  
4 Albany Street, 4th Floor  
New York, NY 10006

Bankers Trust Company  
Corporate Trust Services  
Attn: Safet Kalabovic  
4 Albany Street, 4th Floor  
New York, NY 10006

Ben Whitwell  
Whitwell & Emhoff LLP  
202 N. Canon Drive  
Beverly Hills, California 90210

Bennett G. Young  
LeBoeuf, Lamb, Greene & MacRae, LLP  
One Embarcadero Center, Suite 400  
San Francisco, California 94111

Beth Smayda, Director  
MBIA Insurance Corporation  
113 King Street  
Armonk, New York 10504

Bill Wong  
AMROC Investments, LLC  
535 Madison Avenue, 15th Floor  
New York, NY 10022

BMO Nesbitt Burns  
Attn: John Harche  
700 Louisiana, Suite 4400  
Houston, TX 77002

BNP Paribas  
Attn: Mark Ranaud  
787 7th Avenue, 31st Floor  
New York, NY 10019

BNY Western Trust Company  
Attn: Rose Ruelos, Corp. Trust Administration  
550 Kearny St., Suite 600  
San Francisco, CA 94108-2527

BNY Western Trust Company  
Attn: Rose Ruelos, Corp. Trust Administration  
550 Kearny St., Suite 600  
San Francisco, CA 94108-2527

BP Energy Co  
Attn: Louis Anderson  
501 Westlake Park Blvd  
Houston, TX 77079

BP Energy Company  
501 Westlake Park Boulevard  
Houston, Texas 77079

Attn: Ken McClanahan  
Brian L. Holman  
White & Case LLP  
633 West Fifth Street, 19th Floor  
Los Angeles, California 90071

Bruce Bennett, Esq.  
Bennett J. Murphy, Esq.  
Hennigan Bennett & Dorman  
601 South Figueroa St., Suite 3300  
Los Angeles, CA 90017

Bruce R. Worthington  
Senior Vice President and General Counsel  
PG&E Corp.  
One Market, Spear Tower, Room 2426  
San Francisco, California 94105

Bruce W. Leaverton  
Mary Jo Heston  
Lane Powell Spears Lubersky LLP  
1420 Fifth Avenue, Suite 4100  
Seattle, WA 98101

Bryan Krakauer, Esq.  
Sidley & Austin  
One First National Plaza  
Chicago, IL 60603

Bryant Danner  
Southern California Edison  
2244 Walnut Grove Ave.  
Rosemead, CA 91770

Cahal B. Carmody  
Bank of Montreal  
4400 Nations Bank Building  
700 Louisiana Street  
Houston, TX 77002

California Farm Bureau Federation  
2300 River Plaza Drive  
Sacramento, California 95833

California Independent System Op.  
Margaret A. Rostker  
P.O. Box 639014  
Folsom, CA 95630-9017

California Independent System Operator  
Attn: Margaret A. Rostker  
151 Blue Ravine Rd.  
Folsom, CA 95630

California Power Exchange  
Attn: Don Deach  
100 S. Fremont Ave., Bldg. A9  
Alhambra, CA 91803-4737

California Power Exchange  
Attn: Lynn Miller  
200 S. Los Robles Avenue  
Suite 400  
Pasadena, CA 91101-2482

California Power Exchange  
Lynn Miller  
100 S. Fremont Avenue, Bldg A9  
Alhambra, CA 91803-4737

California Public Utilities Commission  
Alan Kornberg, Esq.  
Paul, Weiss, Rifkind, Wharton & Garrison  
1285 Avenue of the Americas  
New York, NY 10019-6064

California Public Utilities Commission  
Attn: General Counsel  
505 Van Ness Avenue  
San Francisco, CA 94102

California State Board of Equalization  
PO Box 942879  
Sacramento, CA 94279-8063

Calpine Gilroy Cogeneration LP  
Robert Brown  
1400 Pecheco Pass Highway, Gate 1  
Gilroy, California 95020

Calpine Gilroy Cogeneration LP  
Robert Brown  
Pennzoil Building  
700 Milam Street, Suite 800  
Houston, TX 77002

Calpine Greenleaf Inc.  
875 North Walton  
Yuba City, California 95993

Calpine Greenleaf, Inc.  
5087 South Township Road  
Yuba City, California 95993

Calpine Pittsburg Power Plant  
Zahir Ahmadi  
50 W. San Fernando St.  
San Jose, CA 95113

Carl A. Eklund  
LeBoeuf, Lamb, Greene & MacRae, LLP  
125 West 55th Street  
New York, NY 10019

Carla Batchler  
Trust Department  
Bank of Cherry Creek  
3033 East 1st Avenue  
Denver, Colorado 80206

Chaim J. Fortgang, Esq.  
Richard G. Mason, Esq.  
Wachtell, Lipton, Rosen & Katz  
51 West 52nd Street  
New York, NY 10019

Chevron U.S.A. Production Co.  
P.O. Box 840659  
Dallas, TX 75284-0659

Christine C. Yokan  
General Electric Capital Business Asset Funding Corp.  
10900 N.E. 4th Street, Suite 500  
Bellevue, Washington 98004

Christopher Beard  
Beard & Beard  
306 N. Market Street  
Frederick, MD 21701

Chritine C. Yokan  
General Electric Capital Business Asset Funding  
Corporation  
10900 N.E. 4th Street, Suite 500  
Bellevue, Washington 98004

Coast Energy Canada Inc.  
444-7 th Avenue S.W., Suite 700  
Calgary, Alberta  
Canada T2P 0X8  
Attn: Caroline Pitre

Coast Energy Group, A Division of Cornerstone Propane, L.P.  
1600 Highway 6, Suite 400  
Sugarland, TX 77478  
Attn: Ruben Alonso  
Cook Inlet Energy Supply  
10100 Santa Monica Blvd., 25 th Floor  
Los Angeles, CA 90067

Craig H. Millet  
Gibson Dunn & Crutcher LLP  
Jamboree Center  
4 Park Plaza, Suite 1400  
Irvine, California 92614



D. Cameron Baker, City Attorney  
City and County of San Francisco  
City Hall, Room 234  
1 Dr. Carlton B. Goodlett Place  
San Francisco, California 94102

D. Cameron Baker, City Attorney  
L. Joanne Sakai, Theresa Mueller  
City Hall, Room 234  
One Dr. Carlton B. Goodlett Place  
San Francisco, California 94102

DACA V, LLC  
Attn: Julie Bubnack  
2120 W. Washington Street  
San Diego, California 92110

Dale W. Mahon  
9951 Grant Line Road  
Elk Grove, California 95624

Dana Gordon  
Quanta Services, Inc.  
1360 Post Oaks Boulevard, Suite 2100  
Houston, Texas 77056

Daniel A. DeMarco  
David T. Graham  
Hahn Loeser & Parks LLP  
21 East State Street, Suite 1050  
Columbus, Ohio 43215

Daniel H. Slate  
Deborah Fried-Rubin  
Hughes Hubbard & Reed LLP  
One Battery Park Plaza  
New York, NY 10004

Daniel H. Slate  
Noah Graff  
Hughes Hubbard & Reed LLP  
350 South grand Avenue, 36th Floor  
Los Angeles, California 90071

Daniel M. Pelliccioni  
Julia W. Brand  
Katten Muchin Zavis  
1999 Avenue of the Stars, Suite 1400  
Los Angeles, California 90067

Daniel P. Ginsberg  
Howard S. Beltzer  
White & Case LLP  
1155 Avenue of the Americas  
New York, NY 10036

Daniel R. Murray  
Vincent E. Lazar  
Jenner & Block, LLC  
One IBM Plaza  
Chicago, IL 60611

Daren R. Brinkman  
Brinkman & Associates  
800 Wilshire Boulevard, Suite 950  
Los Angeles, California 90017

David A. Burns  
Baker Botts LLP  
One Shell Plaza  
910 Louisiana  
Houston, TX 77002

David A. Gill  
Richard K. Diamond  
Danning, Gill, Diamond & Kollitz LLP  
2029 Century Park East, Third Floor  
Los Angeles, California 90067

David Boies  
Christopher A. Boies  
Philip C. Korologos  
Boies, Schiller & Flexner LLP  
80 Business Park Drive, Suite 110  
Armonk, New York 10504

David Gould  
McDermott, Will & Emery  
2049 Century Park East, 34th Floor  
Los Angeles, California 90067

David H. Ford  
David Kovner  
OZ Management LLC  
9 West 57th Street, 39th Floor  
New York, NY 10019

David J. Hankey  
Gohn, Hankey & Stichel LLP  
Suite 1520, The Fidelity Building  
210 North Charles Street  
Baltimore, Maryland 21201

David L. Ronn  
Mayer, Brown & Platt  
700 Louisiana, Suite 3600  
Houston, Texas 77002

David S. MacCuish  
Andrew M. Gilford  
Weston, Benshoof, Rochefort  
444 South Flower Street, Forty Third Floor  
Los Angeles, California 90071

David T. Biderman  
Perkins Coie LLP  
1620 26th Street, Sixth Floor  
Santa Monica, CA 90404-4013

Department of Justice  
U.S. Attorney's Office  
450 Golden Gate Avenue  
Box 36055  
San Francisco, CA 94102

Deutsche Bank AG  
New York Branch  
Attn: E.S. Medla  
31 West 52nd Street  
New York, NY 10019

Deutsche Bank AG  
New York Branch  
Attn: John Quinn  
31 West 52nd Street  
New York, NY 10019

Deutsche Bank  
New York Branch  
Attn: Will Christoph  
130 Liberty Street, 31st Floor  
New York, NY 10006

Diane C. McKenzie  
Office of the Treasurer and Tax Collector  
County of San Bernardino  
172 W. Third Street, 1st Floor  
San Bernardino, California 92415

DK Acquisition Partners, L.P.  
c/o M.H. Davidson & Co.  
885 Third Avenue, Suite 3300  
New York, NY 10022

Attn: Tony Yoseloff  
Don Gaffney  
Snell & Wilmer LLP  
One Arizona Center  
400 East Van Buren  
Phoenix, AZ 85004

Douglas M. Butz  
Butz, Dunn, DeSantis & Bingham  
101 West Broadway, Suite 1700  
San Diego, California 92101

Douglas P. Bartner  
Andrew Tenzer  
Shearman & Sterling  
599 Lexington Avenue  
New York, NY 10022

Duane H. Nelsen  
GWF Power Systems Company, Inc.  
4300 Railroad Ave.  
Pittsburgh, CA 94565-6006

Dulcie D. Brand  
Ricky L. Shackelford  
James L. Poth  
Jones Day Reavis & Pogue  
555 West Fifth Street, Suite 4600  
Los Angeles, California 90013

Dynergy Canada Marketing & Trade  
350 - 7th Avenue S.W.  
Calgary, Alberta  
Canada, T2P 3N9  
Attn: Steve Barron

Dynergy Marketing & Trade  
1000 Louisiana Street, Suite 5800  
Houston, Texas 77002  
Attn: Steve Barron

Edward Curren  
The Babcock & Wilcox Company  
20 S. Van Buren Avenue  
P.O. Box 351  
Barberton, Ohio 44203

Edward J. Tiedemann  
Kronick, Moskowitz, Tiedemann & Girard  
400 Capitol Mall, 27nd Floor  
Sacramento, California 95814

Edwin Berlin  
Richard Wyron  
Swidler Berlin Shereff Friedman, LLP  
3000 K Street, N.W.  
Washington, DC 20007

El Paso Merchant Energy Gas LP  
Darrel Rogers  
1001 Louisiana Street  
Houston, TX 77002

El Paso Merchant Energy, L.P.  
1010 Travis Street  
Houston, Texas 77002  
Attn: John Harrison

Elaine M. Seid  
McPharlin, Sprinkles & Thomas LLP  
10 Almaden Boulevard, Suite 1460  
San Jose, California 95113

Ellen K. Wolf  
Michael S. Abrams  
Gilchrist & Rutter  
Wilshire Palisades Building  
1299 Ocean Avenue, Suite 900  
Santa Monica, California 90401

Enron Canada Corporation  
3500 Canterra Tower  
400 3rd Ave. S.W.  
Calgary, AB T2P 4H2 Canada

Estela O. Pino  
Cynthia E. Chisum  
Pino & Associates  
1260 Fulton Avenue  
Sacramento, California 95825

Evan Hollander  
White & Case  
1155 Avenue of the Americas  
New York, NY 10036

Evelyn H. Biery  
Corestaff Services (California), Inc.  
Fulbright & Jaworski LLP  
1301 McKinney, Suite 5100  
Houston, Texas 77010

Fernando De Leon  
Attorney at Law  
California Energy Commission  
1516 9th Street, MS-14  
Sacramento, California 95814

Franchise Tax Board  
PO Box 942857  
Sacramento, CA 94257-2021

G. Larry Engel  
Roberto J. Kampfner  
Brobeck, Phleger & Harrison LLP  
One Market  
Spear Street Tower  
San Francisco, California 94105

Gary P. Blitz  
Piper Marbury Rudnick & Wolfe LLP  
1200 19th Street, N.W.  
Washington, D.C. 20036

George O'Brien  
Vice President and Treasurer  
Intecom, Inc.  
5057 Keller Springs Road  
Addison, Texas 75001

Geysers Power Company LLC  
Joe McClendon  
6700 Koll Center Pky #200  
Pleasanton, CA 94566

Glenn M. Reisman  
Two Corporate Drive  
P.O. Box 861

Gordon P. Erspamer  
Morrison & Foerster LLP  
101 Ygnacio Valley Road, Suite 450  
P.O. Box 8130  
Walnut Creek, California 94596

Grant Kolling  
City of Palo Alto  
P.O. Box 10250  
Palo Alto, California 94303

Gregory Clore  
Gnazzothill, A.P.C.  
625 Market Street, Suite 1100  
San Francisco, California 94105

Gregory W. Jones  
El Paso Merchant Energy  
1001 Louisiana, Suite 2754B  
Houston, Texas 77002

GWF Power Systems LP  
4300 Railroad Ave.  
Pittsburg, CA 94565

Harold L. Kaplan  
Jeffrey M. Schwartz  
Mark F. Hebbeln  
Gardner, Carton & Douglas  
321 North Clark Street, 34th Floor  
Chicago, IL 60610

Heather Brown  
Williams Energy Marketing and Trading Co.  
One Williams Center, Suite 4100  
Tulsa, OK 74172

Heinz Binder  
Robert G. Harris  
Binder & Malter  
2775 Park Avenue  
Santa Clara, California 95050

Hodgson Russ LLP  
Attn: Stephen L. Yonaty, Esq.  
One M&T Plaza, Suite 2000  
Buffalo, New York 14203

Howard J. Weg  
Peitzman, Glassman & Weg  
1900 Avenue of the Stars, Suite 650  
Los Angeles, California 90067

Howard Susman  
Duckor Spralding & Metzger  
401 West A Street, Suite 2400  
San Diego, California 92101

Hydee R. Feldstein  
Cynthia M. Cohen  
Paul, Hastings, Janofsky & Walker LLP  
Twenty Third Floor  
555 South Flower Street  
Los Angeles, California 90071

I. Richard Levy  
Gerard, Singer & Levick, P.C.  
16200 Addison Road, Suite 140  
Addison, Texas 75001

Iathan T. Annand  
Pacific Gas and Electric Company  
77 Beale Street  
San Francisco, California 94105

ICC Energy Corporation  
302 N. Market Street, Suite 500  
Dallas, TX 75202-1846  
Attn: Karl Butler

Internal Revenue Service  
Fresno, CA 93888

Internal Revenue Service  
Spec Proc / Bankruptcy  
1301 Clay Street, Suite 1400  
Oakland, CA 94612

Irving Sulmeyer  
Sulmeyer, Kupetz, Baumann & Rothman  
300 South Grand Avenue, 14th Floor  
Los Angeles, California 90071

Isabelle M. Salgado  
General Attorney  
Pacific Telesis Group  
2600 Camino Ramon, Room 4CS100  
San Ramon, California 94583

J. Christopher Kennedy  
Irell & Manella LLP  
1800 Avenue of the Stars, Suite 900  
Los Angeles, California 90067

Civil Division  
Department of Justice  
P.O. Box 875  
Ben Franklin Station  
Washington, D.C. 20044

J. Christopher Kohn  
Tracy J. Whitaker  
Brendan Collins  
Department of Justice  
1100 L Street, N.W. Room 10004  
Washington, D.C. 20005

J. Christopher Shore  
White & Case LLP  
1155 Avenue of the Americas  
New York, NY 10036

J. Matthew Derstein  
Roshka Heyman & DeWulf PLC  
Two Arizona Center  
400 North 5th Street, Suite 1000  
Phoenix, AZ 85004

James E. Spiotto  
Ann Acker  
Chapman & Cutler  
111 W. Monroe Street  
Chicago, IL 60603

James E. Till, Esq.  
Perkins Coie LLP  
1211 SW Fifth Ave., Suite 1500  
Portland, OR 97204

James L. Lopes  
Howard, Rice, Nemerovski, Canady, Falk & Rabkin  
Three Embarcadero Center, 7th Floor  
San Francisco, California 94111

James R. Thompson  
Idaho Power Company  
1221 W. Idaho Street  
Boise, Idaho 83702



James S. Monroe  
Nixon Peabody LLP  
Two Embarcadero Center, Suite 2700  
San Francisco, California 94111

Janine D. Bloch  
Preston Gates & Ellis LLP  
One Maritime Plaza, Suite 2400  
San Francisco, California 94111

Jeffrey M. Wilson  
Saybrook Capital LLC  
303 Twin Dolphin Drive, Suite 600  
Redwood City, California 94065

Jeffrey N. Rich  
Kirkpatrick & Lockhart  
1251 Avenue of the Americas, 45th Floor  
New York, NY 10020

Jeffrey A. Davis  
Gray Cary Ware & Freidenrich LLP  
401 B Street, Suite 1700  
San Diego, California 92101

Jennifer A. Merlo  
Bradley E. Pearce  
Moore & Van Allen, PLLC  
Bank of America Corporation Center  
100 North Tryon Street, Floor 47  
Charlotte, North Carolina 28202

Jeremiah F. Hallisey  
Hallisey & Johnson  
300 Montgomery Street, Suite 538  
San Francisco, California 94104

Joann Noble-Choder  
Viacom, Inc.  
11 Stanwix Street  
Pittsburgh, PA 15222

JoAnn P. Russell  
Duke Energy Trading and Marketing LLC  
10777 Westheimer, Suite 650  
Houston, TX 77042

Jody A. Meisel  
2632 Larkin Street, Suite 0  
San Francisco, California 94109

John Chu  
Corporate Counsel Law Group LLP  
417 Montgomery Street, 10th Floor  
San Francisco, California 94104

John F. Shellabarger  
Carriage Homes, Inc.  
Law Offices of John F. Shellabarger  
928 Garden Street, Suite 3  
Santa Barbara, California 93101

John G. Klaufberg  
LeBoeuf, Lamb, Greene & MacRae, LLP  
125 West 55th Street  
New York, NY 10019

John P. Dillman  
Linerbarger Heard Goggan Blair  
Graham Pena & Sampson, LLP  
P.O. Box 3064  
Houston, TX 77253

John P. Hurt  
The Babcock & Wilcox Company  
20 S. Van Buren Avenue  
P.O. Box 351  
Barberton, Ohio 44203

John P. Melko  
Wendy K. Laubach  
Verner, Liipfert, Bernhard, McPherson and Hand  
1111 Bagby, Suite 4700  
Houston, TX 77002

John Robert Weiss  
Katten Muchin Zavis  
525 West Monroe Street, Suite 1600  
Chicago, IL 60661

John T. Hansen  
Deborah H. Beck  
Nossaman, Guthner, Knox & Elliott  
50 California Street, 34th Floor  
San Francisco, California 94111

Jonathan Rosenthal  
Saybrook Capital LLC  
401 Wilshire Boulevard, Suite 850  
Santa Monica, California 90401

Joseph A. Eisenberg, Esq.  
Jeffer, Mangels, Butler & Marmaro  
2121 Avenue of the Stars, 10th Fl.  
Los Angeles, CA 90067

Joseph A. Eisenberg, P.C.  
Victoria S. Kaufman  
Jeffer, Mangels, Butler & Marmaro LLP  
2121 Avenue of the Stars, Tenth Floor  
Los Angeles, CA 90067

Joseph J. Smolinski  
Chadbourn & Parke LLP  
30 Rockefeller Plaza  
New York, NY 10112

Juan C. Basombrio  
Kent J. Schmidt  
Dorsey & Whitney LLP  
650 Town Center Drive, Suite 1850  
Costa Mesa, California 92626

Julia Hill, County Counsel  
County of Santa Cruz  
Office of the Treasurer – Tax Collector  
701 Ocean Street, Room 505  
Santa Cruz, California 95060

Karen Keating Jahr, County Counsel  
Michael A. Ralston, Assistant County Counsel  
1815 Yuba Street, Suite 3  
Redding, California 96001

KBC Bank  
Attn: Daniel To  
515 So. Figueroa St., Suite 1920  
Los Angeles, CA 90071

Kelly Greene McConnell  
Givens Pursley LLP  
277 North 6th Street, Suite 200  
Boise, ID 83702

Kenneth M. Greene  
Carruthers & Roth PA  
Post Office Box 540  
Greensboro, North Carolina 27402

Klee, Tuchin, Bogdanoff & Stern LLP  
1880 Century Park East, Suite 200  
Los Angeles, California 90067

Kenneth N. Russak  
Pillsbury Winthrop LLP  
725 South Figueroa Street, Suite 2800  
Los Angeles, California 90017

Kevin K. Haah  
Ervin, Cohen & Jessup LLP  
9401 Wishire Boulevard, 9th Floor  
Beverly Hills, California 90212

Kimberly S. Winick  
Mayer, Brown & Platt  
350 South Grand Avenue, 25th Floor  
Los Angeles, California 90071

Kjehl T. Johansen, Legal Division  
Office of City Attorney  
Department of Water and Power  
P.O. Box 51111, Suite 340  
Los Angeles, California 90051

Larren M. Nashelsky  
Morrison & Foerster LLP  
1290 Avenue of the Americas  
New York, NY 10104

Lawrence M. Jacobson  
Baker and Jacobson  
11377 West Olympic Boulevard, Suite 500  
Los Angeles, California 90064

Morrison & Foerster  
19900 MacArthur Boulevard  
Irving, California 92612

Lillian G. Stenfeldt  
Fred Hjeltneset  
Gray Cary Ware & Freidenrich LLP  
1755 Embarcadero  
Palo Alto, California 94303

Linda Boyle  
Time Warner Telecom Inc.  
10475 Park Meadows Drive, Suite 400  
Littleton, CO 80124

Lori J. Scott  
Shasta County Treasurer – Tax Collector  
P.O. Box 991830  
Redding, California 96099

Lynne Richardson  
Air Products and Chemicals Inc.  
Business Services A6328  
7201 Hamilton Boulevard  
Allentown, PA 18195

M. David Minnick  
Pillsbury Winthrop LLP  
50 Fremont Street  
San Francisco, California 94105

M. Freddie Reiss  
PricewaterhouseCoopers LLP  
400 South Hope Street  
Los Angeles, California 90071

M.O. Sigal Jr  
Simpson Thatcher & Bartlett  
425 Lexington Avenue  
New York, NY 10017

Madison S. Spach, Jr.  
Spach & Associates, P.C.  
4675 MacArthur Court, Suite 550  
Newport Beach, California 92660

Mairi V. Luce  
Duane Morris & Heckscher LLP  
4200 One Liberty Place  
Philadelphia PA 19103

Marc Barreca  
John R. Knall, Jr.  
Preston Gates & Ellis LLP  
701 Fifth Avenue, Suite 5000  
Seattle, WA 98104

Marc Hirschfield  
Benjamin Hoch  
Dewey Ballantine LLP  
1301 Avenue of the Americas  
New York, New York 10019-6092

Marc S. Cohen  
Ashleigh A. Danker  
Kaye Scholer LLP  
1999 Avenue of the Stars, Suite 1700  
Los Angeles, California 90067

Marilyn Morris  
Kenneth M. Miller  
Morgan, Miller & Blair  
1676 No. California Boulevard, Suite 200  
Walnut Creek, California 94596

Marimargaret Webdell  
Sacramento County Department of Finance  
700 H Street, Room 1710  
Sacramento, California 95814

Mark A. Speiser  
Stroock & Stroock & Lavan LLP  
180 Maiden Lane  
New York, NY 10038

Mark C. Ellenberg  
Cadwalader, Wickersham & Taft  
1201 F Street N.W., Suite 1100  
Washington, D.C. 20004

Mark Finnemore  
Internal Revenue Service  
Small Business/Self-Employed Division Counsel  
160 Spear Street, 9th Floor  
San Francisco, California 94105

Mark Gorton, Mary E. Olden  
Todd M. Bailey  
McDonough, Holland & Allen  
555 Capitol Mall, Ninth Floor  
Sacramento, California 95814

Mark P. Weitzel  
Paul C. Lacourciere  
Thelen, Reid & Priest LLP  
101 Second Street, Suite 1800  
San Francisco, California 94105

Martha E. Romero  
Law Offices of Martha E. Romero  
7743 South Painter Avenue, Suite A  
Whittier, California 90602

Martin A. Martino  
Castle Companies  
12885 Alcosta Boulevard, Suite A  
San Ramon, California 94583

Martin G. Bunin  
Craig E. Freeman  
Thelen, Reid & Priest LLP  
40 W. 57th Street, 26th Floor  
New York, NY 10019

Martin L. Fineman  
David Wright Tremaine LLP  
One Embarcadero Center, Suite 600  
San Francisco, California 94111

Martin L. Nelson  
Kawana Springs, Inc.  
2880 Cleveland Avenue, Suite 8  
Santa Rosa, California 95403

Martin Marz  
BP Amoco  
P.O. Box 3092  
Houston, Texas 77079

Mary Ann Kilgore  
General Attorney  
Union Pacific Railroad Company  
1416 Dodge Street, Room 830  
Omaha, Nebraska 68179

Mary B. Holland  
Financial Consultant  
Salomon Smith Barney  
1111 Superior Ave. Suite 1800  
Cleveland, Ohio 44114-2507

Matt Holley  
Lodestar Corporation  
Two Corporation Way  
Peabody, MA 01960

MBIA Insurance Corporation  
Attn: IPM-PCF  
113 King Street  
Armonk, NY 10504

Melanie Fannin  
General Counsel  
Senior Vice President & Secretary  
2600 Camino Ramon, Room 4CS100  
San Ramon, California 94583

Mellon Bank, N.A.  
Attn: L. Scott Sommers  
400 So. Hope Street, 5th Floor  
Los Angeles, CA 90071-2806

Merle C. Meyers, Katherine D. Ray  
Goldberg, Stinnett, Meyers & Davis  
44 Montgomery Street, Suite 2900  
San Francisco, California 94104

Merrill Lynch  
Attn: Ahi Aharon  
World Financial Ctr., North Tower  
250 Vesey Street, 10th Floor  
New York, NY 10281-1310

Michael A. Berman  
Securities and Exchange Commission  
450 Fifth Street, N.W. (Mail Stop 0606)  
Washington, D.C. 20549

Michael A. Rosenthal  
Keith D. Ross  
Gibson Dunn & Crutcher LLP  
2100 McKinney Avenue, Suite 1100  
Dallas, TX 75201

Michael B. Lubic  
McCutchen Doyle Brown & Enersen LLP  
355 South Grand Avenue, Suite 4400  
Los Angeles, California 90071

Michael F. O'Friel  
Wheelabrator Technologies, Inc.  
4 Liberty Lane West  
Hampton, NH 03842

Michael Friedman  
Richard Spears Kibbe & Orbe  
One Chase Manhattan Plaza  
New York, NY 10005

Michael Hamilton  
PricewaterhouseCoopers LLP  
1301 Avenue of the Americas  
New York, NY 10019

Michael L. Tuchin, David M. Stern  
Michelle C. Campbell  
Klee, Tuchin, Bogdanoff & Stern LLP  
1880 Century Park East, Suite 200  
Los Angeles, California 90067

Michael Morris  
Hennigan, Bennet & Dorman  
601 South Figueroa Street, Suite 3300  
Los Angeles, California 90017

Michael R. Enright  
Robinson & Cole LLP  
280 Trumbull Street  
Hartford, CT 06103

Michael Rochman  
School Project for Utility Rate Reduction  
1430 Willow Pass Road, Suite 240  
Concord, California 94520

Mike R. Jaske  
California Energy Commission  
1516 Ninth Street, MS-22  
Sacramento, California 95814

Mitchell I. Sonkin  
Cadwalader, Wickersham & Taft  
100 Maiden Lane  
New York, NY 10038

Morgan Guaranty Trust Company of New York  
Attn: Carl J. Mehdau  
60 Wall Street  
New York, NY 10260

Mr. David Boergers, Secretary  
Federal Energy Regulatory Commission  
888 First Street, N.E., Room 1-A  
Washington, DC 20246

N.R.G. Energy/Crocket Cogen  
Keith Richards  
750 B Street, Suite 2740  
San Diego, California 92101



Nancy Newman  
Steinhart & Falconer LLP  
333 Market Street, 32nd Floor  
San Francisco, California 94105

Nanette D. Sanders  
Sarah E. Petty  
Snell & Wilmer LLP  
1920 Main Street, Suite 1200  
Irvine, California 92614

Neil J. Rubenstein  
Holly R. Shilliday  
Arter & Hadden LLP  
Two Embarcadero Center, 5th Floor  
San Francisco, California 94111

Neil W. Rust  
White & Case LLP  
633 West Fifth Street, Suite 1900  
Los Angeles, California 90071

Nelson E. Bahler  
The Grupe Company  
3255 W. March Lane, Suite 400  
Stockton, California 95219

Office of the U.S. Trustee  
Attn: Stephen Johnson  
250 Montgomery Street, Suite 1000  
San Francisco, CA 94104-3401

Oscar R. Cantu  
Weil, Gotshal & Manges LLP  
701 Brickell Avenue, Suite 2100  
Miami, Florida 33131

Pancanadian Energy Services Inc.  
1200 Smith Street, Suite 900  
Houston, TX 77002  
Attn: Brian Redd

Patricia S. Mar  
Morrison & Foerster LLP  
425 Market Street, 33rd Floor  
San Francisco, CA 94105-2482

Patricia S. Mar, Esq.  
Morrison & Foerster LLP  
425 Market Street, 33rd Floor  
San Francisco, CA 94105-2482

Paul J. Pantano, Jr.  
McDermott, Will & Emery  
600 13th Street, N.W.  
Washington, D.C. 20005

Paul M. Bartkiewicz  
Joshua M. Horowitz  
Bartkiewicz, Kronick & Shanahan  
1011 Twenty Second Street  
Sacramento, California 95816

Peter J. Benvenutti  
Heller Ehrman White & McAuliffe LLP  
333 Bush Street  
San Francisco, California 94104

Peter J. Gurfein, Jeffrey C. Krause  
Gregory K. Jones  
Akin, Gump, Strauss, Hauer & Feld  
2029 Century Park East, Suite 2600  
Los Angeles, California 90067

Peter R. Boutin  
Keesal, Young & Logan  
Four Embarcadero Center, Suite 1500  
San Francisco, California 94111

Peter S. Clark II, Derek J. Baker  
Reed Smith, LLP  
2500 Liberty Place  
1650 Market Street  
Philadelphia, PA 19103-7301

Peter S. Munoz, Gregg M. Ficks  
Crosby, Heafy, Roach & May  
Two Embarcadero Center  
San Francisco, California 94111

Philip Warden  
Pillsbury, Winthrop LLP  
50 Fremont Street  
San Francisco, California 94105

Phillip S. Warden  
Pillsbury Winthrop LLP  
50 Fremont Street  
San Francisco, California 94105

R. Dale Ginter  
Downey, Brand, Seymour & Rohwer LLP  
555 Capitol Mall, 10th Floor  
Sacramento, California 95814

R. Paul Yetter  
Yetter & Warden LLP  
600 Travis, Suite 3800  
Houston, Texas 77002

Rabobank International  
Attn: Gladys Montes  
Four Embarcadero Center, Ste 3200  
San Francisco, CA 94111

Rabobank Nederland  
New York Branch  
Attn: Brett Delfino  
245 Park Avenue  
New York, NY 10167-0062

Ralph B. Levy, James A. Pardo, Jr.  
Brian C. Walsh, Jeffrey E. Bjork  
King & Spalding  
191 Peachtree Street  
Atlanta, GA 30303

Geoffrey T. Holtz, Randy Michelson  
McCutchen, Doyle, Brown & Enersen, LLP  
Three Embarcadero Center  
San Francisco, California 94111

U.S. Nuclear Regulatory Commission  
Region IV- Ellis W. Mershoff  
Regional Administrator  
611 Ryan Plaza Drive, suite 400  
Arlington, TX 76011-8064

Richard A. Lapping, Louis J. Cisz, III  
Thelen Reid & Priest LLP  
101 Second Street, Suite 1800  
San Francisco, CA 94105-3601

Richard Blackstone Webber II  
2507 Edgewater Drive  
Orlando, FL 32804

Richard C. Josephson  
Stoel Rives LLP  
900 SW Fifth Avenue, Suite 2600  
Portland, OR 97204

Richard Hopp  
14416 Victory Boulevard, Suite 108  
Van Nuys, California 91401

Richard Purcell  
Attn: Energy Supply  
Conectiv  
800 Kings Street, P.O. Box 231  
Wilmington, DE 19899

Richard Stevens  
Avista Corp.  
P.O. Box 3727  
Spokane, WA 99220

Richard W. Esterkin  
Morgan, Lewis & Bockius LLP  
300 South Grand Avenue  
Los Angeles, California 90071

Richard Wyron  
Swidler Berlin Shereff Friedman LLP  
3000 K Street, NW, Suite 300  
Washington, DC 20007

Robert A. Greenfield, Esq.  
Stutman, Treister & Glatt  
3699 Wilshire Blvd., #900  
Los Angeles, CA 90010-2766

Robert D. Albergotti, Stacey Jernigan  
Scott W. Everett  
Haynes and Boone LLP  
901 Main Street, Suite 3100  
Dallas, Texas 75202

Robert Darby  
Corestaff Services (California), Inc.  
Fulbright & Jaworski LLP  
865 South Figueroa, 29th Floor  
Los Angeles, California 90017

Robert E. Izmirian, Aaron M. Oliner  
Buchalter, Nemer, Fields & Younger  
333 Market Street  
San Francisco, California 94105

Robert G. Harris  
Corestaff Services (California), Inc.  
Binder & Malter  
2775 Park Avenue  
Santa Clara, California 95050

Robert Jay Moore  
Paul S. Aronzon  
Milbank, Tweed, Hadley & McCloy LLP  
601 South Figueroa Street  
Los Angeles, California 90017

Robert M. Blum  
Thelen Reid & Priest LLP  
101 Second Street, Suite 1800  
San Francisco, California 94105

Robert S. Mueller, United States Attorney  
Jocelyn Burton, Assistant United States Attorney  
Douglas K. Chang  
450 Golden Gate Avenue, 10th Floor  
San Francisco, California 94102

Robert S. Mueller, III, United States Attorney  
Jay R. Weill, Assistant United States Attorney  
Thomas MacKinson  
160 Spear Street, Ninth Floor  
San Francisco, California 94105

Rock S. Koebbe  
5356 North Cattail Way  
Boise, ID 83703

Roger L. Efremsky, Austin P. Nagel  
Law Offices of Efremsky & Nagel  
5776 Stoneridge Mall Road, Suite 360  
Pleasanton, California 94588

Roi Chandy  
Teachers Insurance and Annuity Assoc. of America  
730 Third Avenue  
New York, NY 10017

Roland Pfeifer  
Office of the City Attorney  
1500 Warburton Avenue  
Santa Clara, California 95050

Rosanne Thomas Matzat  
Hahn & Hessen LLP  
350 Fifth Avenue, Suite 3700  
New York, NY 10118

Sandra W. Lavigna  
Sarah D. Moyed  
Securities Exchange Commission  
5670 Wilshire Blvd., 11th Fl.  
Los Angeles, CA 90036

Scott C. Clarkson  
Eve A. Marsella  
Clarkson, Gore & Marsella  
3424 Carson Street, Suite 350  
Torrance, California 90503

Scott O. Smith  
Buchalter, Nemer, Fields & Younger  
601 South Figueroa Street, Suite 2400  
Los Angeles, California 90017

Secretary of Treasury  
15th & Pennsylvania Avenue  
Washington, D.C. 20549

Sempra Energy Trading Corp.  
Tony Ferrajina  
58 Commerce Drive  
Stamford, CT 06902

Sertling Koch  
TransAlta Energy Marketing (U.S.) Inc.  
Box 1900 Station "M"  
110-12th Avenue SW  
Calgary, Alberta T2P 2MI

Seth A. Ribner  
Simpson Thatcher & Bartlett  
10 Universal City Plaza, Suite 1850  
Universal City, California 91608

Sharyn B. Zuch  
Wiggin & Dana  
One CityPlace, 34th Floor  
185 Asylum Street  
Hartford, CT 06103

Sheryl Gussett  
Reliant Energy, Inc.  
1111 Louisiana, 43rd Floor  
Houston, TX 77002

Sierra Pacific Industries  
File #51950  
San Francisco, California 94160

Southern California Gas Company  
555 W. Fifth St., GT24E1  
Los Angeles, CA 90013-1000

Attn: Jim Nakata, Stan T. Yamamoto  
Eileen M. Teichert  
City of Riverside- City Attorney's Office  
City Hall, 3900 Main Street  
Riverside, California 92522

Stanley E. Pond  
Winchell & Pond  
1700 South El Camino Real, Suite 506  
San Mateo, California 94402

State of California EDD  
PO Box 826880  
Sacramento, CA 94280

State of California  
Dept. of Water Resources  
c/o Chief - Energy Division  
1416 9th Street, Room 1640  
Sacramento, CA 95814

State of California  
Office of the Attorney General  
455 Golden Gate Avenue  
Suite 11000  
San Francisco, CA 94102-3664

State of California  
Office of the Attorney General  
PO Box 94255  
Sacramento, CA 94244-2550

Stephanie Nolan Deviney  
Brown & Connery LLP  
360 Haddon Avenue, P.O. Box 539  
Westmont, NJ 08108

Stephen C. Becker  
Becker Law Office  
P.O. Box 192991  
San Francisco, California 94119

Stephen Shane Stark, County Counsel  
Enrique R. Sanchez, Sr.  
County of Santa Barbara  
105 E. Anapamu Street, Suite 201  
Santa Barbara, California 93101

Steve G. F. Polard  
Perkins Coie LLP  
1620-26th Street, Sixth Floor  
Santa Monica, California 90404

Steve J. Reisman  
Curtis, Mallet-Prevost, Colt & Mosle LLP  
101 Park Avenue  
New York, NY 10178

Steven H. Felderstein, Esq.  
Felderstein, Willoughby & Pascuzzi  
400 Capital Mall, Suite 1450  
Sacramento, CA 95814-4434

Steven M. Abramowitz  
Vinson & Elkins LLP  
666 Fifth Avenue, 26th Floor  
New York, NY 10103

Steven M. Basha  
County Counsel  
Attn: Stephen B. Nocita, Senior Deputy  
625 Court Street, Room 201  
Woodland, California 95695

Steven M. Bunkin  
J. Aron & Company  
85 Broad Street  
New York, NY 10004

Steven M. Olson  
Geary, Shea, O'Donnell & Grattan, P.C.  
37 Old Courthouse Square, 4th Floor  
Santa Rosa, California 95404

Terrance L. Stinnett, Miriam Khatiblou  
Goldberg, Stinnett, Meyers & Davis  
44 Montgomery Street, Suite 2900  
San Francisco, California 94104

Texaco Canada Petroleum Inc.  
2035 400 3rd Avenue, S.W.  
Calgary, Alberta, Canada T2P 4H2  
Attn: Bill Collier

Texaco Natural Gas Inc.  
1111 Bagby Street  
Houston, Texas 77002

Attn: Bill Collier  
The Bank of New York  
Attn: Michael Pitflick, Corp. Trust Administration  
101 Barclay Street - 21W  
New York, NY 10286

The Bank of New York  
Michael Pitflick, Corporate Trust Ad  
101 Barclay Street-21W  
New York, NY 10286

The Fuji Bank, Limited  
Attn: Jonathan Bigelow  
333 So. Hope Street, 39th Floor  
Los Angeles, CA 90071

The Sumitomo Bank Ltd.  
Attn: Al Galluzzo  
777 S. Figueroa St., Suite 2600  
Los Angeles, CA 90017-3138

The Toronto Dominion Bank  
Attn: F.B. Hawley  
909 Fannin, Suite 1700  
Houston, TX 77010

Thomas B. Walper, Esq.  
Munger, Tolles & Olson LLP  
355 South Grand Ave., Suite 3500  
Los Angeles, CA 90071-1560



Thomas C. Walsh  
BTM Capital Corporation  
125 Summer Street  
Boston, MA 02110

Thomas E. Lauria, Jerry R. Bloom  
Brian L. Holman  
White & Case LLP  
633 West Fifth Street, 19th Floor  
Los Angeles, California 90071

Thomas E. Lauria, Jerry R. Bloom  
Brian L. Holman  
White & Case LLP  
633 West Fifth Street, 19th Floor  
Los Angeles, California 90071

Thomas E. Lumsden, Rocky Ho  
PricewaterhouseCoopers LLP  
199 Fremont Street  
San Francisco, California 94105

Thomas M. Berliner  
Duane Morris & Heckscher LLP  
100 Spear Street, Suite 1500  
San Francisco, California 94105

Thomas MacKinson  
Internal Revenue Service  
Small Business/Self-Employed Division  
1301 Clay Street, Room 1400-S  
Oakland, California 94105

Timothy F. Hodgdon  
Teachers Insurance and Annuity Assoc. of America  
730 Third Avenue  
New York, NY 10017

TJ Vigliotta  
Lazard Frères & Co. LLC  
30 Rockefeller Plaza, 60th Floor  
New York, NY 10020

Tony O. Hemming  
Texaco Legal Department  
1111 Bagby Street  
Houston, TX 77002

TXU Energy Trading Canada Limited  
1717 Main Street  
Dallas, Texas 75201

Attn: Jeff Shorter  
TXU Energy Trading Company  
1717 Main Street  
Dallas, Texas 75201

U.S. Bank Corporate Trust Services  
Attn: LaDonna Morrison  
180 East Fifth St., 3rd Floor  
St. Paul, MN 55101

U.S. Nuclear Regulatory Commission  
Attn: Document Control Desk  
Washington, DC 20555-0001

U.S. Trust Company, National Association  
One Embarcadero Center, Suite 2050  
San Francisco, CA 94111-3709

US Bank, Corporate Trust Services  
Ladonna Morrison  
P.O. Box 64111  
St. Paul, MN 55164-0111

Victoria Lang  
AT&T Corp.  
795 Folsom Street, 2nd Floor  
San Francisco, California 94107

Wendy L. Hagenau  
Powell, Goldstein, Frazer & Murphy  
191 Peachtree Street, N.E. 16<sup>th</sup> Floor  
Atlanta, GA 30303

Wheelabrator Shasta Energy Co. Inc.  
20811 Industry Rd.  
Anderson, CA 96007

White & Case, LLP  
Attn: Neil Millard  
633 West Fifth St., Suite 1900  
Los Angeles, CA 90071-2007

White & Case, LLP  
Attn: Neil Millard/C. Randolph Fishburn  
633 West Fifth St., Suite 1900

William Bates III  
McCutchen, Doyle, Brown & Enersen, LLP  
3150 Porter Drive  
Palo Alto, California 94304

William C. Morison-Knox, Michael D. Prough  
Robert M. Forni, Jr.  
Morison-Knox Holden Melendez & Prough, LLP  
500 Ygnacio Valley Road, Suite 450  
Walnut Creek, California 94596

William H. Kiekhofer III, Yale K. Kim  
Steven E. Rich  
Kelley Drye & Warren LLP  
777 South Figueroa Street, Suite 2700  
Los Angeles, CA 90017

William J. Flynn  
Neyhart, Anderson, Freitas, Flynn & Grosboll  
600 Harrison Street, Suite 535  
San Francisco, California 94107

William M. Goodman  
Ligi C. Yee  
Topel & Goodman  
832 Sansome Street, Fourth Floor  
San Francisco, California 94111

William M. Rossi-Hawkins  
Phillips, Lytle, Hitchcock, Blaine & Huber  
437 Madison Avenue, 34th Floor  
New York, NY 10022

William P. Weintraub  
Pachulski Stang Ziehl Young & Jones  
Three Embarcadero Center, Suite 1020  
San Francisco, California 94111

Williams Energy Marketing & Trading Co. (Canada)  
One Williams Center, 19th Floor  
Department 558, P.O. Box 2848  
Tulsa, Oklahoma 74101

Zack Starbird  
Mirant Corporation  
1155 Perimeter Center West  
Atlanta, GA 30338

James A. Reuben  
David Silverman  
Reuben & Alter LLP  
235 Pine Street, Suite 1600  
San Francisco, California 94104

Mitchell Seider  
Kramer Levin Naftalis & Frankel LLP  
919 Third Avenue  
New York, NY 10022

Jeff St. Onge  
c/o Greg Baumann  
Bloomberg News  
345 California Street  
San Francisco, California 94104

Robert F. Kidd  
Yamamoto Kidd, LLP  
160 Franklin Street, Suite 206  
Oakland, California 94607

Adolfo M. Corona  
Dowling, Aaron & Keeler  
6051 North Fresno Street, Suite 200  
Fresno, California 93710

Michael J. Blumenfeld  
One Kaiser Plaza, Suite 1675  
The Ordway Building  
Oakland, California 94612

Phillip E. Tatoian  
Asplundh Tree Expert Co.  
708 Blair Mill Road  
Willow Grove, Pennsylvania 19090

Thomas E. Lauria  
White & Case LLP  
First Union Financial Center  
200 South Biscayne Boulevard  
Miami, Florida 33131

J. Christopher Shore  
White & Case LLP  
1155 Avenue of the Americas  
New York, NY 10036

Laurence M. Frazen  
Stephen S. Sparks  
Bryan Cave  
1200 Main Street, Suite 3500  
Kansas City, Missouri 64105

Steven J. Stanwyck, Esq.  
The Stanwyck Firm, APC  
10354 Wilshire Blvd., Suite 4  
Los Angeles, California 90024

Alexis S. Coll  
Simpson Thacher & Bartlett  
3330 Hillview Avenue  
Palo Alto, California 94117

Jane Castle  
Lehman Commercial Paper, Inc.  
3 World Financial Center  
New York, NY 10285

James Mori  
Mori & Associates  
317 Noe Street  
San Francisco, California 94111

Kaaran E. Thomas  
Beckley Singleton Chtd.  
530 Las Vegas Boulevard South  
Las Vegas, NV 89101

Ronald L. Miller  
Rogers and Miller  
720 Southpoint Boulevard, Suite 205  
Petaluma, California 94954

Victor Waid  
Law Office of Victor Waid  
2625 Fair Oaks Boulevard, Suite 1  
Sacramento, California 95864

Allan H. Ickowitz  
Donna M. Balbin  
Nossama, Guthner, Knox & Elliott  
445 South Figueroa Street, 31st Floor  
Los Angeles, California 90071

S. Jack Chevlen  
Law Offices of S. Jack Chevlen  
5902 Deerland Court  
San Jose, California 95124

Michael H. Ahrens, Terrence V. Ponsford  
Kimberly S. Fineman, Ori Katz  
Sheppar, Mullin, Richter & Hampton  
Four Embarcadero Center, 17th Floor  
San Francisco, California 94111

H. Slayton Dabney  
McGuirewoods LLP  
One James Center  
901 East Cary Street  
Richmond, Virginia 23219

Douglas M. Foley  
McGuirewoods LLP  
9000 West Main Street  
Norfolk, Virginia 23510

Nancy Hotchkiss  
Trainor Robertson  
701 University Avenue, Suite 200  
Sacramento, California 95825

Nancy Hotchkiss  
Trainor Robertson  
701 University Avenue, Suite 200  
Sacramento, California 95825

Kathryn A. Coleman  
Desmond A. Coleman  
Gibson, Dunn & Crutcher LLP  
One Montgomery Street, Telesis Tower  
San Francisco, California 94104

Richard T. Peters  
Sidley Austin Brown & Wood  
555 West Fifth Street, Suite 4000  
Los Angeles, California 90013

Dulcie D. Brand, Ricky L. Shackelford  
James L. Poth  
Jones Day Reavis & Pogue  
555 West Fifth Street, Suite 4600  
Los Angeles, California 90013

EDAW, Inc.  
Brodie Stephens, Esq.  
Corporate Counsel  
753 Davis Street  
San Francisco, California 94111

Theodor C. Albert, Esq.  
Michael J. Weiland, Esq.  
Albert, Weiland & Golden, LLP  
650 Town Center Drive, Suite 950  
Costa Mesa, CA 92626

Spain & Gillon, LLC  
The Zinszer Building  
2117 Second Avenue North  
Birmingham, Alabama 35203

Kenneth R. Reynolds, Esq.  
Kenneth R. Reynolds, Inc.  
2020 Hurley Way, Suite 210  
Sacramento, CA 95825

Catherine S. Krug  
National City Bank of Indiana  
101 West Washington Street  
Suite 655-South  
Indianapolis, Indiana 46255

Michael P. Shuster, Esq.  
Lawrence E. Oscar, Esq.  
Hahn Loeser & Parks LLP  
3300 BP Tower, 200 Public Square  
Cleveland, OH 44114-2301

Office of the Treasurer and Tax Collector  
County of Merced  
2222 M Street  
Merced, CA 95340

Randolph L. Wu  
TURN  
711 Van Ness Avenue, Suite 350  
San Francisco, CA 94102

E. Katherine Wells, Esq., Staff Counsel  
South Carolina Department of Health and Environmental  
Control  
2600 Bull Street  
Columbia, South Carolina 29201-1708

Mitchell I. Sonkin  
Lawrence A. Larose  
King & Spalding  
1185 Avenue of the Americas  
New York, NY 10036

David R. Frank  
Office of the City Attorney  
411 Main street  
P.O. Box 3420  
Chico, California 95927

City of San Leandro  
c/o Jeffrey H. Goldfien  
Meyers, Nave, Riback, Silver & Wilson  
777 Davis Street, Suite 300  
San Leandro, California 94577

Ray Foianini  
Foianini Law Offices  
109 Division Avenue West  
Post Office Box 98823  
Ephrata, WA 98823

David Fallek  
McCutchen, Doyle, Browne & Enersen LLP  
Three Embarcadero Center  
San Francisco, California 94111

Alan Kolod  
Moses & Singer LLP  
1301 Avenue of the Americas  
40th Floor  
New York, NY 10019

Jeffrey D. Chansler  
Empire Blue Cross Blue Shield  
One World Trade Center, 28th Floor  
New York, NY 10048

Michael V. McIntire  
McIntire Law Corporation  
Post Office Box 1647  
41191 Big Bear Boulevard  
Big Bear Lake, California 92315

David Neale  
Levene, Neale, Bender, Rankin & Brill LLP  
1801 Avenue of the Stars, Suite 1120  
Los Angeles, California 90067

Weil, Gotshal & Manges LLP  
Michael P. Kessler, Esq.  
767 Fifth Avenue  
New York, NY 10153



1 UNITED STATES BANKRUPTCY COURT  
2 NORTHERN DISTRICT OF CALIFORNIA  
3 SAN FRANCISCO DIVISION

4 In re:

Chapter 11

Case No. 01-30923.

5 Pacific Power and Gas Company,  
6 Debtor.

Date: December 3, 2001  
Time: 1:30 p.m.  
Place: 235 Pine Street  
San Francisco, California  
Judge Hon. Dennis Montali

7  
8 NOTICE OF MOTION OF WEST GROUP FOR: (1) ORDER COMPELLING DEBTOR  
9 TO ASSUME OR REJECT EXECUTORY CONTRACTS OR, IN THE ALTERNATIVE, (2)  
FOR RELIEF FROM THE AUTOMATIC STAY

10 PLEASE TAKE NOTICE that on December 3, 2001, at 1:30 p.m., the West Group  
11 ("Movant"), a creditor of the Debtor herein moves the Court for the relief requested below.

12 This motion is filed pursuant to Bankruptcy Rule 4001 Movant requests an order  
13 compelling the assumption or rejection of the executory contract between the Debtor and  
14 Movant, or in the alternative, granting relief from the automatic stay to permit Movant to  
15 terminate its contracts with the Debtor.

16 This motion is based upon the declaration of Thomas Caneff and the Memorandum of  
17 Law served herewith.

18 This case was filed as a voluntary case under Chapter 11 of the United States Bankruptcy  
19 Code, and the case is now pending in this Court. This Court has jurisdiction over this motion  
20 pursuant to 28 U.S.C. §§ 1334 and 157(a), 11 U.S.C. §§ 362(d) and 365 and applicable rules.  
21 Venue is properly place in this Court pursuant to 28 U.S.C § 1409(a). This is a core proceeding.

22 Movant and Debtor executed a series of contracts for licence of intellectual property  
23 owned by Movant. A list of Movant's agreements (the "Contracts") is attached to the Declaration  
24 of Thomas Caneff as Exhibit A and incorporated herein by reference. Debtor is in default with  
25

1 respect to payments due under the Contracts both prior to and following the date this case was  
2 filed. Debtor has not yet indicated whether the Contracts will be assumed or rejected. The  
3 balance due under the Contracts as of the filing date was \$75,934.72. There are continuing fees  
4 for the post-petition services provided by Movant. Movant's property is in the possession of  
5 Debtor and is being utilized by Debtor without payments as required by the Contracts. Movant  
6 does not have, and has not been offered, adequate protection of its interest in the Contracts.  
7 Further, the failure to make the payments required by the Contracts constitutes cause, within the  
8 meaning of 11 U.S.C. § 362(d)(1), entitling Movant to relief from the automatic stay.

9 Pursuant to § 365(d)(2) of the Bankruptcy Code, and on the request of West, this Court  
10 may order the Debtor to determine within a specified period of time whether to assume or reject  
11 the Contracts. The Debtor has had a reasonable time to determine whether to assume or reject  
12 the Contracts. The Debtor has failed to make a single payment on the Contracts subsequent to  
13 the Petition Date. The Debtor has failed to propose any cure at all of the defaults under the  
14 Contracts. Because the Debtor has had a reasonable time to determine whether to assume or  
15 reject the Contracts and because the Debtor has failed to make a single payment on the Contracts  
16 post-petition or propose any cure of the defaults under the Contracts, the Court should order the  
17 Debtor to immediately assume or reject the Contracts. If the Court does not order the Debtor to  
18 immediately assume or reject the Contract, the Court should require the Debtor to make all  
19 payments due on the Contracts after the Petition Date.

20 WHEREFORE, Movant, respectfully moves the Court for an order modifying the  
21 automatic stay imposed by the United States Bankruptcy Code and authorizing Movant to  
22 terminate the Contracts with Debtor, or in the alternative to compel Debtor to assume or reject  
23 the Contracts and for such other relief as may be just and equitable.

24 Date: October 22, 2001.

25 FOLEY & MANSFIELD, P.L.L.P.

1 T. Erik Sun  
2 Atty. No. 187486  
3 Attorneys for Movant  
4 1333 N. California Blvd.  
5 Suite 580  
6 Walnut Creek, CA 94596  
7 Telephone: (925) 930-2866

8 WEST GROUP

9 By 

10 One of Its Attorneys 