

50-295/323

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Special Counsel to Debtor and Debtor in Possession,
PACIFIC GAS AND ELECTRIC COMPANY

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

In Re:

PACIFIC GAS AND ELECTRIC
COMPANY, a California corporation,

Debtor and Debtor in Possession.

Federal I.D. No. 94-0742640

Case No. 01-30923 DM

Chapter 11 Case

[No Hearing Scheduled]

STEEFEL, LEVITT & WEISS'S COVER SHEET APPLICATION
FOR ALLOWANCE AND PAYMENT OF INTERIM COMPENSATION
AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD JANUARY 1-31, 2002

Steeffel, Levitt & Weiss (the "Firm") respectfully submits its Cover Sheet Application (the "Application") for Allowance and Payment of Interim Compensation and Reimbursement of Expenses for the Period Jan. 1, 2002 – Jan. 31, 2002 (the "Application Period"). In support of the Application, the Firm respectfully represents as follows:

1. The Firm is Special Counsel to the debtor and debtor-in-possession in the above-referenced bankruptcy case (the "Debtor"). The Firm hereby applies to the Court for allowance and payment of interim compensation for services rendered and reimbursement of expenses incurred during the Application Period.

Appr Add. Kolschma/Bater

2. The Firm billed a total of \$104,206.48 in fees and expenses during the Application Period. The Total fees represent 302.20 hours expended during the Application Period. These fees and expenses break down as follows:

Period	Fees	Expenses	Total
Jan. 1-Jan. 31, 2002	\$97,003.00	\$7,203.48	\$104,206.48

3. Accordingly, the Firm seeks allowance of interim compensation in the total amount of \$89,656.03 at this time. This total is comprised as follows: \$82,452.55 (90% (85% after July 31) of the fees for services rendered)¹ plus \$7,203.48 (100% of the expenses incurred).

4. For the post-petition period, the Firm has been paid to date as follows:

Application Period	Amount Applied For	Description	Amount Paid
July 1-July 31, 2001	\$24,661.05	90% (85% after July 31) of fees and 100% of expenses	\$24,661.05
Aug. 1-Aug. 31, 2001	\$13,443.88	90% (85% after July 31) of fees and 100% of Expenses	\$13,443.88
Sept. 1-Sept. 30, 2001	\$61,419.09	90% (85% after July 31) of fees and 100% of Expenses	\$61,419.09
Oct. 1-Oct. 31, 2001	\$57,104.27	90% (85% after July 31) of fees and 100% of Expenses	\$57,104.27
Nov. 1-Nov. 30, 2001	\$88,939.86	90% (85% after July 31) of fees and 100% of Expenses	\$88,939.86
Dec. 1-Dec. 31, 2001	\$51,997.39	90% (85% after July 31) of fees and 100% of Expenses	\$0

¹ Payment of this amount would result in a "holdback" of \$14,550.45.

Jan. 1-Jan. 31, 2002	\$89,656.03	90% (85% after July 31) of fees and 100% of Expenses	\$0
Total	\$387,221.57	Total	\$245,568.86

5. Based on its Cover Sheet Applications filed in this proceeding, to date, the Firm is owed the following funds held back (excluding amounts owed pursuant to this Application):

Application Period	Amount	Description
First (July 1-July 31, 2001)	\$2,723.75	10% (15% after July 31) fee holdback and/or portion of fees objected to.
Second (Aug. 1-Aug. 31, 2001)	\$2,304.90	10% (15% after July 31) fee holdback and/or portion of fees objected to.
Third (Sept. 1-Sept. 30, 2001)	\$10,478.92	10% (15% after July 31) fee holdback and/or portion of fees objected to.
Fourth (Oct. 1-Oct. 31, 2001)	\$9,847.65	10% (15% after July 31) fee holdback and/or portion of fees objected to.
Fifth (Nov. 1-Nov. 30, 2001)	\$15,543.90	10% (15% after July 31) fee holdback and/or portion of fees objected to.
Sixth (Dec. 1-Dec. 31, 2001)	\$8,663.32	10% (15% after July 31) fee holdback and/or portion of fees objected to.
Total Owed	\$49,562.44	

6. With regard to the copies of this Application served on counsel for the Committee, counsel for the Debtor and the Office of the United States Trustee, attached as Exhibit 1 hereto is the name of each professional who performed services in connection with this case during the period covered by this Application, the hourly rate for each such professional, and the detailed time and expense statements for the Application Period that comply with all Northern District of California Bankruptcy Local Rules and Compensation Guidelines and the Guidelines of the Office of the United States Trustee.

1 7. The Firm has served a copy of this Application (without Exhibits) on the Special
2 Notice List in this case.

3 8. Pursuant to this Court's "ORDER ESTABLISHING INTERIM FEE
4 APPLICATION AND EXPENSE REIMBURSEMENT PROCEDURE" which was entered on or
5 about July 26, 2001, the Debtor is authorized to make the payment requested herein without a
6 further hearing or order of this Court unless an objection to this Application is filed with the
7 Court by the Debtor, the Committee or the United States Trustee and served by the fifteenth day
8 of the month following the service of this Application. If such an objection is filed, Debtor is
9 authorized to pay the amounts, if any, not subject to the objection. The Firm is informed and
10 believes that this Cover Sheet Application was mailed by first class mail, postage prepaid, on or
11 about February 28, 2002.

12 9. The interim compensation and reimbursement of expenses sought in this
13 Application is on account and is not final. Upon the conclusion of this case, the Firm will seek
14 fees and reimbursement of the expenses incurred for the totality of the services rendered in the
15 case. Any interim fees or reimbursement of expenses approved by this Court and received by the
16 Firm (along with the Firm's retainer) will be credited against such final fees and expenses as may
17 be allowed by this Court.

18 10. The Firm represents and warrants that its billing practices comply with all
19 Northern District of California Bankruptcy Local Rules and Compensation Guidelines and the
20 Guidelines of the Office of the United States Trustee. Neither the Firm nor any members of the
21 Firm has any agreement or understanding of any kind or nature to divide, pay over or share any
22 portion of the fees or expenses to be awarded to the Firm with any other person or attorney except
23 as among the members and associates of the Firm.

24 WHEREFORE, the Firm respectfully requests that the Debtor pay compensation to the
25 Firm as requested herein pursuant to and in accordance with the terms of the "ORDER
26 ESTABLISHING INTERIM FEE APPLICATION AND EXPENSE REIMBURSEMENT
27 PROCEDURE."

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1 Date: February 28, 2002

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By: 

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1 I declare that I am employed in the office of a member of the bar of this court at whose
2 direction the service was made.

3 Executed on February 28, 2002, at San Francisco, California.

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