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ATTORNEYS FOR CERTAIN DEBTHOLDERS

**UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

IN RE:)
)
PACIFIC GAS AND ELECTRIC COMPANY,) (Chapter 11)
a California corporation) Case No. 01-30923 DM
)
)
Debtor.)

**SECOND AMENDED RULE 2019 STATEMENT
OF CHAPMAN AND CUTLER**

NOW COMES Chapman and Cutler and hereby makes the following statement pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure:

1. Chapman and Cutler represents the following creditors in connection with the above-referenced bankruptcy case:

A. Pacific Investment Management Company, LLC
840 Newport Center Drive
Suite 300
Newport Beach, CA 92660

B. Appaloosa Management, L.P.
26 Main Street

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2
3 1st Floor
Chatham, NJ 07928
- 4 C. King Street Capital
5 575 Lexington Ave.
6 7th Floor
New York, NY 10022
- 7 D. Security Benefit Life Insurance Co.
8 700 Harrison Street
Topeka, KS 66636-0001
- 9 E. State Teachers Retirement System of Ohio
10 (STRS Ohio)
11 275 East Broad Street
Columbus, OH 43215
- 12 F. Stark Investments
13 1500 West Market Street
Suite 200
14 Mequoon, WI 53092
- 15 G. Franklin Mutual Advisers, LLC
16 51 JFK Parkway
Short Hills, NJ 07078
- 17 H. Satellite Asset Management L.P.
18 10 East 50th Street
21st Floor
19 New York, NY 10022
- 20 I. DC Water and Sewer Authority (DCWASA)
21 5000 Overlook Avenue, S.W.
Washington, D.C. 20032
- 22 J. Chandler Asset Management
23 9255 Towne Center Drive
Suite 350
24 San Diego, CA 92121
- 25 K. Angelo Gordon & Co.
26 256 Park Avenue
26th Floor
27 New York, NY 10167
- 28 L. Deutsche Banc Alex. Brown, Inc.
31 West 52nd Street
New York, NY 10019

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- 3 M. M.H. Davidson & Co., L.L.C.
4 David Kempner Partners
5 885 Third Avenue
6 Suite 3300
7 New York, NY 10022-4834
- 8 N. OZF Management L.P.
9 9 West 57th Street
10 New York, NY 10019
- 11 O. OZ Management L.L.C.
12 9 West 57th Street
13 New York, NY 10019
- 14 P. Sandell Asset Management
15 1251 Avenue of the Americas
16 Suite 2370
17 New York, NY 10020
- 18 Q. Halcyon/Alan B. Slifka Management Co. LLC
19 477 Madison Ave.
20 8th Floor
21 New York, NY 10020
- 22 R. Halcyon Offshore Management Company LLC
23 477 Madison Ave.
24 8th Floor
25 New York, NY 10020
- 26 S. State of Tennessee/Tennessee Consolidated Retirement
27 System
28 500 Deaderick Street
Suite 1160
Andrew Jackson Building
Nashville, TN 37243
- T. Bankers Trust Company
31 West 52nd Street
New York, NY 10019

The foregoing entities are collectively referred to as the Creditors.

2. The Creditors are entities who hold, among other claims, Class 5 Claims¹ in the form of Notes, Commercial Paper, Trade Receivables and Bank Debt issued by the Debtor. The

¹ Unless otherwise noted, all capitalized terms herein shall have the same meaning as ascribed to them in the First Amended Plan of Reorganization filed by the Debtor on January 20, 2002.


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3 nature, amount and time of acquisition of certain of the Creditors' claims are set forth in some
4 detail in the Proofs of Claim filed by the Creditors or their affiliates. The total amount of the
5 Class 5 Claims of the Creditors exceeds \$2.1 billion. In addition, the total of all claims of the
6 Debtor held by these Creditors exceeds \$2.7 billion.

7 3. Chapman and Cutler was asked to represent each individual Creditor in
8 connection with the Debtor's bankruptcy case.

9 4. Chapman and Cutler does not own, nor has it ever owned, any claim whatsoever
10 against the Debtor, nor does it hold any equity security interest in the Debtor.

11 I, James E. Spiotto, after due inquiry declare under penalty of perjury, pursuant to 28
12 U.S.C. § 1746, that the facts set forth in the Amended Rule 2019 Statement regarding Chapman
13 and Cutler are true and correct to the best of my knowledge, information, and belief.

14 Dated: March 6, 2002.

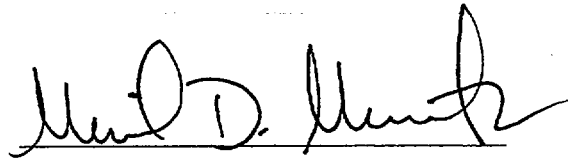
15
16 By  _____
17 James E. Spiotto

18 James E. Spiotto, Esq.
19 Ann Acker, Esq.
20 Franklin H. Top, III, Esq.
21 Michael D. Messersmith, Esq.
22 CHAPMAN AND CUTLER
111 W. Monroe Street
Chicago, Illinois 60603
(312) 845-3000

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3 **CERTIFICATE OF SERVICE**

4 On March 6, 2002, I served the foregoing document described as Second Amended Rule
5 2019 Statement of Chapman and Cutler on the persons listed on the attached Service List by
6 placing the documents for deposit in the United States Postal Service through the regular mail
7 collection process at the law firm of Chapman and Cutler, located at 111 West Monroe, Chicago,
8 Illinois 60603, to be served by mail addressed to such person and entities at the addresses
9 contained in the attached Service List.

10 I declare under penalty of perjury that the foregoing is true and correct. Executed in
11 Chicago, Illinois on March 6, 2002.

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