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10 Attorney for Oildale Energy LLC, Wadham Energy LP
11 and KES-Kingsburg LP

12 UNITED STATES BANKRUPTCY COURT
13
14 NORTHERN DISTRICT OF CALIFORNIA
15
16 SAN FRANCISCO DIVISION

17 In Re:
18
19 PACIFIC GAS & ELECTRIC COMPANY,
20 a California corporation,

21 Debtor.

22 Federal I.D. No. 94-074260

Case No. 01-30923 DM

THE HONORABLE DENNIS MONTALI
CHAPTER 11 CASE

NO HEARING REQUIRED
[DEBTOR REQUESTS HEARING]

**ORDER SHORTENING TIME AND
LIMITING NOTICE OF MOTIONS
AND MOTIONS FOR ENTRY OF AN
ORDER ON AN EMERGENCY BASIS
(i)(A) COMPELLING THE DEBTOR
TO ASSUME OR REJECT EACH
MOVANT'S POWER PURCHASE
AGREEMENT WITH THE DEBTOR
ON OR BEFORE JUNE 1, 2001, AND;
(B) REQUIRING THE DEBTOR TO
PAY FAIR MARKET VALUE IN
ADVANCE FOR ALL ELECTRICITY
DELIVERED BY THE MOVANTS
PENDING ASSUMPTION OR
REJECTION OF THEIR POWER
PURCHASE AGREEMENTS OR, IN
THE ALTERNATIVE, (ii) GRANTING
THE MOVANTS RELIEF FROM THE
AUTOMATIC STAY TO ALLOW
MOVANTS TO SUSPEND
PERFORMANCE UNDER THEIR
POWER PURCHASE AGREEMENTS
WITH THE DEBTOR PENDING
ASSUMPTION OR REJECTION
THEREOF**

50-275/323

Acc'd Add: Kids Oge Mail Center
9/1

THIS MATTER came before the Court upon the Ex Parte Motion of Oildale Energy LLC (“Oildale”), Wadham Energy LP (“Wadham”) and KES-Kingsburg LP (“Kingsburg” and, collectively with Oildale and Wadham, the “Movants”) by and through their attorneys of record, White & Case LLP, for an Order Shortening Time And Limiting Notice Of Motions And Motions For Entry Of An Order On An Emergency Basis (i)(A) Compelling The Debtor To Assume Or Reject Each Movant’s Power Purchase Agreement With The Debtor On Or Before June 1, 2001, And; (B) Requiring The Debtor To Pay Fair Market Value In Advance For Electricity Delivered By The Movants Pending Assumption Or Rejection Of Their Power Purchase Agreements Or, In The Alternative, (ii) Granting The Movants Relief From The Automatic Stay To Suspend Performance Under Their Power Purchase Agreements With The Debtor Pending Assumption Or Rejection Thereof (the “Emergency Motions”), and good cause having been shown for the relief requested, now, therefore, it is hereby

ORDERED as follows:

1. Time is hereby shortened to permit hearing of the Emergency Motions on May 21, 2001 at 1:30 p.m.

2. Notice of the hearing on the Emergency Motions may be limited to the parties as follows: the Movants shall cause copies of all pleadings filed in connection with the Emergency Motions, as well as the attached Notices of Motion and Motions, to be hand-delivered on May 1, 2001 to counsel of record for Pacific Gas & Electric Company and the U.S. Trustee and the Official Committee of Unsecured Creditors herein.

3. All parties are required to file responses to these Emergency Motions on or before May 16, 2001.

Dated this 2nd day of May, 2001.

/s/

HONORABLE DENNIS MONTALI
United States Bankruptcy Judge

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Presented by:

WHITE & CASE LLP

By: /s/
Brian L. Holman

Attorneys for Oildale Energy LLC, Wadham Energy LP,
and KES-Kingsburg LP

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11 and KES-Kingsburg LP

12 UNITED STATES BANKRUPTCY COURT
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14 NORTHERN DISTRICT OF CALIFORNIA
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16 SAN FRANCISCO DIVISION

17 In Re:) Case No. 01-30923 DM
18)
19 PACIFIC GAS & ELECTRIC COMPANY,) THE HONORABLE DENNIS MONTALI
20 a California corporation,)
21) CHAPTER 11 CASE
22 Debtor.) NO HEARING REQUIRED
23) [DEBTOR REQUESTS HEARING]
24)
25 Federal I.D. No. 94-074260) **~~PROPOSED~~ ORDER SHORTENING**
26) **TIME AND LIMITING NOTICE OF**
27) **MOTIONS AND MOTIONS FOR**
28) **ENTRY OF AN ORDER ON AN**
) **EMERGENCY BASIS (i)(A)**
) **COMPELLING THE DEBTOR**
) **TO ASSUME OR REJECT EACH**
) **MOVANT'S POWER PURCHASE**
) **AGREEMENT WITH THE DEBTOR**
) **ON OR BEFORE JUNE 1, 2001, AND;**
) **(B) REQUIRING THE DEBTOR TO**
) **PAY FAIR MARKET VALUE IN**
) **ADVANCE FOR ALL ELECTRICITY**
) **DELIVERED BY THE MOVANTS**
) **PENDING ASSUMPTION OR**
) **REJECTION OF THEIR POWER**
) **PURCHASE AGREEMENTS OR, IN**
) **THE ALTERNATIVE, (ii) GRANTING**
) **THE MOVANTS RELIEF FROM THE**
) **AUTOMATIC STAY TO ALLOW**
) **MOVANTS TO SUSPEND**
) **PERFORMANCE UNDER THEIR**
) **POWER PURCHASE AGREEMENTS**
) **WITH THE DEBTOR PENDING**
) **ASSUMPTION OR REJECTION**
) **THEREOF**

1 THIS MATTER came before the Court upon the Ex Parte Motion of Oildale Energy LLC
2 ("Oildale"), Wadham Energy LP ("Wadham") and KES-Kingsburg LP ("Kingsburg" and,
3 collectively with Oildale and Wadham, the "Movants") by and through their attorneys of record,
4 White & Case LLP, for an Order Shortening Time And Limiting Notice Of Motions And Motions
5 For Entry Of An Order On An Emergency Basis (i)(A) Compelling The Debtor To Assume Or
6 Reject Each Movant's Power Purchase Agreement With The Debtor On Or Before June 1, 2001,
7 And; (B) Requiring The Debtor To Pay Fair Market Value In Advance For Electricity Delivered By
8 The Movants Pending Assumption Or Rejection Of Their Power Purchase Agreements Or, In The
9 Alternative, (ii) Granting The Movants Relief From The Automatic Stay To Suspend Performance
10 Under Their Power Purchase Agreements With The Debtor Pending Assumption Or Rejection
11 Thereof (the "Emergency Motions"), and good cause having been shown for the relief requested,
12 now, therefore, it is hereby

13 ORDERED as follows:

- 14 1. Time is hereby shortened to permit hearing of the Emergency Motions on May
15 21, 2001 at a.m./p.m. 1:30 p.m.
- 16 2. Notice of the hearing on the Emergency Motions may be limited to the parties as
17 follows: the Movants shall cause copies of all pleadings filed in connection with the Emergency
18 Motions, as well as the attached Notices of Motion and Motions, (i) to be hand-delivered on April
19 ~~30~~ May 1, 2001 to counsel of record for Pacific Gas & Electric Company and the U.S. Trustee and
20 the Official Committee of Unsecured Creditors herein, ~~and (ii) to be delivered via regular U.S. mail,~~
21 ~~postage prepaid, on April 30, 2001 to all parties who have filed notices of appearance or requests~~
22 ~~for notice as set forth on the Service List, updated as of April 26, 2001. In addition, the Clerk shall~~
23 ~~cause the Notices of Motion and Motion attached hereto to be posted on the U.S. Bankruptcy~~
24 ~~Court's PG&E website.~~
- 25 3. All parties are required to file responses to these Emergency Motions on or before
26 May 7, 2001. ~~Movants must file their replies on or before May 9~~ 16, 2001.
27 Dated this th 2nd day of April May, 2001.
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/s/
HONORABLE DENNIS MONTALI
United States Bankruptcy Judge

Presented by:

WHITE & CASE LLP

By: /s/
Brian L. Holman

Attorneys for Oildale Energy LLC, Wadham Energy LP,
and KES-Kingsburg LP