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50-205/323

11 Attorneys for Debtor and Debtor in Possession  
12 PACIFIC GAS AND ELECTRIC COMPANY

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

16 In re  
17 PACIFIC GAS AND ELECTRIC  
18 COMPANY, a California corporation,  
19 Debtor.

Case No. 01-30923 DM

Chapter 11 Case

Date: August 12, 2002  
Time: 9:30 a.m.  
Place: 235 Pine Street, 22nd Floor  
San Francisco, California

20 Federal I.D. No. 94-0742640

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DECLARATION OF MARTIN HUNT

HOWARD  
RICE  
NEMEROVSKI  
CANADY  
FALK  
& RABKIN  
A Professional Corporation

1 I, Martin Hunt, declare:

2 1. I am employed by Pacific Gas and Electric Company ("PG&E"), the debtor  
3 and debtor-in-possession in this Chapter 11 case. I am the Principal Project Manager for the  
4 IT Equipment Project (as defined below) in connection with the implementation of PG&E's  
5 proposed Plan of Reorganization (as amended from time to time, the "Plan"). I have worked  
6 for PG&E in various capacities for over 22 years. Before assuming my current position, I  
7 held the position of Project Team Lead at PG&E's primary data center from March 2000 to  
8 June 2001; from April 1996 to March 2000, I held the position of Senior Project Manager  
9 for PG&E's Information Systems Technology Services Department, with responsibility for  
10 managing large projects covering PG&E's entire service territory. In my current position as  
11 Principal Project Manager, I have responsibility for the development of project cost, scope  
12 and schedule and for the coordination of the IT Equipment Project with other PG&E teams  
13 working on implementation of the Plan.

14 2. This declaration is submitted in support of PG&E's Motion for Authority  
15 to Incur Information Technology Consulting Expenses (the "Motion"). Defined terms used  
16 herein shall have the meanings set forth in the Motion. I make this declaration based on  
17 personal knowledge, except where otherwise indicated, and if called as a witness, could and  
18 would testify competently to the matters set forth herein.

19 3. The New Entities will require various information technology computer  
20 and network hardware, software and miscellaneous components (collectively, the "IT  
21 Equipment") in order to support their business operations. PG&E seeks approval to utilize  
22 an IT consultant to provide project management for the design, programming, configuration,  
23 installation and testing of the IT Equipment (collectively, the "IT Equipment Project").

24 4. The IT Equipment Project requires an experienced project manager, with  
25 both project management and IT experience, in order to manage cost, schedule and risks  
26 related to this project.

27 5. PG&E has identified a consultant to be hired through Millennium  
28 Consulting, a consulting firm specializing in IT projects, for the position of Senior Project

1 Manager, to coordinate, supervise, track and report on the IT Equipment Project.  
2 Specifically, the Senior Project Manager will (i) monitor all aspects of the IT Equipment  
3 Project for adherence to cost, schedule and technical performance criteria; (ii) ensure  
4 consistency in the reporting, work product and processes of the IT Equipment Project; and  
5 (iii) facilitate and coordinate the IT Equipment Project to ensure that the project is successful  
6 in meeting the New Entities' requirements.

7 6. The total estimated cost for the services of the Senior Project Manager  
8 described above is \$210,000. This cost is based on the estimated number of hours required  
9 for the project, the applicable hourly rate and estimated reimbursable expenses.

10 7. PG&E's standard contractual provisions in place with Millennium  
11 Consulting do not guarantee any future work or any minimum amount of revenue. PG&E  
12 also maintains the right to terminate the work at any time without cause, in which case  
13 PG&E is liable only for work performed to the date of termination plus costs reasonably  
14 incurred by the consultant in terminating any work in progress.

15 I declare under penalty of perjury of the laws of the United States that the  
16 foregoing is true and correct, and that this declaration was executed at San Francisco,  
17 California on July 23, 2002.

18   
19 MARTIN HUNT

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