

50-275/323

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Consultants for the Debtor

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

In re:
PACIFIC GAS AND ELECTRIC ,
COMPANY, a California corporation,
Debtor.

Case No.: 01-30923 DM
Chapter 11 Case
(No Hearing Scheduled)

Federal I.D. No. 94-0742640

THE BRATTLE GROUP INC.'S COVER SHEET APPLICATION
FOR ALLOWANCE AND PAYMENT OF INTERIM COMPENSATION
AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD
SEPTEMBER 1, 2002 THROUGH SEPTEMBER 30, 2002

The Brattle Group, Inc. (the "Firm") submits its Cover Sheet Application (the "Application") for Allowance and Payment of Interim Compensation and Reimbursement of Expenses for the Period September 1, 2002 through September 30, 2002 (the "Application Period"). In support of the Application, the Firm respectfully represents as follows:

1. The Firm is consultant to the Pacific Gas and Electric Company, debtor and debtor-in-possession in the above-referenced bankruptcy case ("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.

A001 Addl: Lids Dye Mail Center

2. The firm was engaged by the Debtor pursuant to a Retention Agreement dated September 20, 2001¹ to render services relating to the Debtor's Plan of Reorganization. During the Application Period, the Firm billed a total of \$919.91 in fees (representing 7.8 hours expended) and expenses. These fees and expenses break down as follows:

Period	Fees	Expenses	Total
September 2002	\$847.00	\$72.91	\$919.91

3. Accordingly the Firm seeks allowance of interim compensation in the total amount of \$792.86 at this time. This total is comprised as follows: \$719.95 (85% of the fees for services rendered)² plus \$72.91 (100% of the expenses incurred).

4. On this retention, the Firm has been paid to date:

Application Period	Amount Applied For	Description	Amount Paid
September 2001 – March 2002	\$793,027.13	100% of fees and 100% of expenses for period	\$787,825.03 ³
April 2002	\$7,716.36	85% of fees and 100% of expenses	\$7,716.36
May 2002	\$10,166.08	85% of fees and 100% of expenses	\$10,166.08
June 2002	\$6,331.79	85% of fees and 100% of expenses	\$6,331.79
July 2002	\$1,463.68	85% of fees and 100% of expenses	\$1,463.68
August 2002	\$1,134.16	85% of fees and 100% of expenses	\$1,134.16
<i>Total</i>	<i>\$819,839.20</i>		<i>\$814,637.10</i>

¹ The Retention Agreement was thereafter amended by letter agreement to provide for a calendar year 2002 maximum budget and to add additional consultants to the engagement.

² Payment of this amount would result in a "holdback" of \$127.05.

³ By Order dated July 22, 2002, the Court approved the First Interim Fee Application, subject to the reduction requested by the U.S. Trustee, in the amount of \$5,202.00

- 1 5. On this retention, the Firm is owed as follows (excluding amounts owed pursuant
2 to this Application).

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Application Period	Amount Invoiced	Amount Owed	Description
4 April 2002	\$9,050.76	\$1,334.40	15% fee holdback
5 May 2002	\$11,947.93	\$1,781.85	15% fee holdback
6 June 2002	\$7,427.46	\$1,095.68	15% fee holdback
7 July 2002	\$1,714.70	\$251.02	15% fee holdback
8 August 2002	\$1,318.66	\$184.50	15% fee holdback
9 Total	\$31,459.51	\$4,647.45	

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- 11 6. With regard to the copies of this Application served on counsel for the
12 Committee, counsel for the Debtor and the Office of the United States Trustee,
13 attached as Exhibit 1 hereto is the detailed invoice for the period covered by this
14 Application and which lists the name and the hourly rate for each professional
15 who performed services in connection with this case during the application
16 period; and attached as Exhibit 2 are the detailed time records for the
17 Application Period that comply with all Northern District of California
18 Bankruptcy Local Rules and Compensation Guidelines and the Guidelines of
 the Office of the United States Trustee.
- 19 7. The Firm has served a copy of this Application (without Exhibits) on the
 Special Notice List in this case.
- 20 8. Pursuant to this Court's 'SECOND AMENDED ORDER ESTABLISHING
21 INTERIM FEE APPLICATION AND EXPENSE REIMBURSEMENT
22 PROCEDURE" dated March 18, 2002, the Debtor is authorized to make the
23 payment requested herein without a further hearing or order of this Court unless
24 an objection to this Application is filed with the court by the Debtor, the
25 Committee, or this United States Trustee and served by the fifteenth day of the
 month following the service of this Application. If such an objection is filed,
 Debtor is authorized to pay the amounts, if any, not subject to the objection.

1 The Firm is informed and believes that this Cover Sheet application was mailed
2 by first class mail, postage prepaid, on or about October 30, 2002.

3 9. The interim compensation and reimbursement of expenses sought in this
4 Application is on account and is not final. Upon conclusion of this case, the
5 Firm will seek fees and reimbursement of the expenses incurred for the totality
6 of the services rendered in the case. Any interim fees or reimbursement of
7 expenses approved by this Court and received by the Firm will be credited
8 against such final fees and expenses as may be allowed by this Court.

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

16 WHEREFORE, the Firm respectfully requests that the Debtor pay compensation to the
17 Firm as requested herein pursuant to and in accordance with the terms of the 'SECOND
18 AMENDED ORDER ESTABLISHING INTERIM FEE APPLICATION AND EXPENSE
19 REIMBURSEMENT PROCEDURE.'

20 Dated: October 28, 2002

The Brattle Group, Inc.

21 By: Barbara J. Levine
22 Barbara J. Levine, General Counsel
23 Consultants to Pacific Gas & Electric Co.
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