MARK FOGELMAN (State Bar No. 50510) 1 HARVEY L. LEIDERMAN (State Bar No. 55838) STEEFEL, LEVITT & WEISS 2 A Professional Corporation One Embarcadero Center, 30th Floor 3 San Francisco, California 94111 Telephone: (415) 788-0900 4 Facsimile: (415) 788-2019 5 Special Counsel to Debtor and Debtor in Possession, PACIFIC GAS AND ELECTRIC COMPANY 6 7 UNITED STATES BANKRUPTCY COURT 8 NORTHERN DISTRICT OF CALIFORNIA 9 SAN FRANCISCO DIVISION .10 Case No. 01-30923 DM 11 In Re: Chapter 11 Case PACIFIC GAS AND ELECTRIC 12 COMPANY, a California corporation, [No Hearing Scheduled] · 13 Debtor and Debtor in Possession. 14 Federal I.D. No. 94-0742640 15 16 STEEFEL, LEVITT & WEISS'S COVER SHEET APPLICATION 17 FOR ALLOWANCE AND PAYMENT OF INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD OCTOBER 1-31, 2002 18 19 Steefel, Levitt & Weiss (the "Firm") respectfully submits its Cover Sheet Application (the 20 "Application") for Allowance and Payment of Interim Compensation and Reimbursement of 21 Expenses for the Period October 1-31 2002 (the "Application Period"). In support of the 22 Application, the Firm respectfully represents as follows: 23 The Firm is Special Counsel to the debtor and debtor-in-possession in the above-24 referenced bankruptcy case (the "Debtor"). The Firm hereby applies to the Court for allowance 25 and payment of interim compensation for services rendered and reimbursement of expenses 26 incurred during the Application Period. 27 Addoor Mail Con 28 SLW OCTOBER 2002 COVER SHEET APPLICATION FOR ALLOWANCE AND PAYMENT

Case No. 01-30923 DM

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2. The Firm billed a total of \$81,260.72 in fees and expenses during the Application Period. The total fees represent 294.40 hours expended during the Application Period. These fees and expenses break down as follows:

Period	Fees	Expenses	Total
October 1-31, 2002	\$77,186.64	\$4,074.08	\$81,260.72

- 3. Accordingly, the Firm seeks allowance of interim compensation in the total amount of \$69,682.72 at this time. This total is comprised as follows: \$65,608.64 (85% of the fees for services rendered)<sup>1</sup> plus \$4,074.08 (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
Aug. 1-31, 2002	\$78,001.96	85% of fees and 100% of Expenses	\$78,001.96
Sept. 1-30, 2002	\$58,778.41	85% of fees and 100% of Expenses	\$58,778.41
TOTAL	\$136,780.37		\$136,780.37

5. Based on its Cover Sheet Applications filed in this proceeding, to date, the Firm 1s owed the following funds held back (excluding amounts owed pursuant to this Application):

Application Period	Amount	Description
14th (Aug.: 1-31, 2002)	\$13,239.21	15% fee holdback and/or portion of fees objected to
15 <sup>th</sup> (Sept. 1-30, 2002)	\$9,881.69	15% fee holdback and/or portion of fees objected to
TOTAL OWED	\$23,120.90	

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

<sup>&</sup>lt;sup>1</sup> Payment of this amount would result in a "holdback" of \$11,578.00.

# 12th -

- 7. The Firm has served a copy of this Application (without Exhibit 1) on the Special Notice List in this case.
- 8. Pursuant to this Court's "SECOND AMENDED ORDER ESTABLISHING INTERIM FEE APPLICATION AND EXPENSE REIMBURSEMENT PROCEDURE" which was entered on or about February 25, 2002, the Debtor is authorized to make the payment requested herein without a further hearing or order of this Court unless an objection to this Application is filed with the Court by the Debtor, the Committee or the 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. The Firm is informed and believes that this Cover Sheet Application was mailed by first class mail, postage prepaid, on or about November 27, 2002.
- 9. The interim compensation and reimbursement of expenses sought in this Application is on account and is not final. Upon the conclusion of this case, the Firm will seek fees and reimbursement of the expenses incurred for the totality of the services rendered in the case. Any interim fees or reimbursement of expenses approved by this Court and received by the Firm (along with the Firm's retainer) will be credited against such final fees and expenses as may be allowed by this Court.
- Northern District of California Bankruptcy Local Rules and Compensation Guidelines and the Guidelines of the Office of the United States Trustee. Neither the Firm nor any members of the Firm has any agreement or understanding of any kind or nature to divide, pay over or share any portion of the fees or expenses to be awarded to the Firm with any other person or attorney except as among the members and associates of the Firm.

WHEREFORE, the Firm respectfully requests that the Debtor pay compensation to the Firm as requested herein pursuant to and in accordance with the terms of the "SECOND"

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1	AMENDED ORDER ESTABLISHING INTE	RIM FEE APPLICATION AND EXPENSE
2	REIMBURSEMENT PROCEDURE."	~
3 4 5	Date: November 27, 2002	STEEFEL, LEVITT & WEISS A Professional Corporation  By: Mask Jogelin
6		Mark Hogelman
7		Attorneys for Special Counsel to Debtor and Debtor in Possession, PACIFIC GAS AND ELECTRIC COMPANY
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## PROOF OF SERVICE

I, Anne Ogonowski, declare as follows:

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I am employed in the City and County of San Francisco, California, over the age of eighteen years, and not a party to the within cause. My business address is STEEFEL, LEVITT & WEISS, One Embarcadero Center, 30th Floor, San Francisco, California 94111. On November 27, 2002, I served the within:

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

on the interested parties in this action by placing a true copy thereof, along with the appropriate Exhibits, in a sealed envelope, addressed as follows:

James L. Lopes, Esq.

Jeffrey L. Schaffer, Esq.

Janet A. Nexon, Esq.

William J. Lafferty, Esq.

Howard, Rice, Nemerovski, Canady,

Falk & Rabkin, a P.C.

Three Embarcadero Center, 7th Floor
San Francisco, CA 94111-4065

Of
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Paul S. Aronzon, Esq. Robert Jay Moore, Esq. Milbank, Tweed, Hadley & McCloy LLP 601 S. Figueroa Street, 30th Floor Los Angeles, CA 90017

Patricia Martin, Esq.
Office of the United States Trustee
250 Montgomery Street, Suite 1000
San Francisco, CA 94104-3401

BY OVERNIGHT MAIL: By placing such envelope, for collection and mailing at Steefel, Levitt & Weiss, San Francisco, California following ordinary business practice. I am readily familiar with the practice of Steefel, Levitt & Weiss for collection and processing of overnight service mailings, said practice being that in the ordinary course of business, correspondence is deposited with the overnight messenger service Federal Express for delivery as addressed.

and by serving all parties on the Special Notice List (as of November 12, 2002), by placing a true copy of the Cover Sheet Application, without Exhibit 1, in a sealed envelope, addressed to all parties on said Special Notice List, found at:

http://www.canb.uscourts.gov/canb/Documents.nsf/4fa6cc9d77741519882569e50004dce6/2cb9cc414857666088256a37005a57da/\$FILE/\_0a13ichaja176ut2cedq0\_\_pdf

A copy of the Special Notice List is attached to the Original Cover Sheet Application.

BY MAIL: By placing such envelope, with postage thereon fully prepaid for first class mail, for collection and mailing at Steefel, Levitt & Weiss, San Francisco, California following ordinary business practice. I am readily familiar with the practice of Steefel, Levitt & Weiss for collection and processing of correspondence, said practice being that in the ordinary course of business, correspondence is deposited in the United States Postal Service the same day as it is placed for collection.

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I declare that I am employed in the office of a member of the bar of this court at whose direction the service was made. Executed on November 27, 2002, at San Francisco, California. Anne Ogonowski 

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