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6 Consultants for the Debtor

7 **UNITED STATES BANKRUPTCY COURT**
8 **NORTHERN DISTRICT OF CALIFORNIA**
9 **SAN FRANCISCO DIVISION**

10 In re:
11 PACIFIC GAS AND ELECTRIC,
12 COMPANY, a California corporation,
13 Debtor.

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

14 Federal I.D. No. 94-0742640

15 **THE BRATTLE GROUP INC.'S COVER SHEET APPLICATION**
16 **FOR ALLOWANCE AND PAYMENT OF INTERIM COMPENSATION**
17 **AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD**
18 **OCTOBER 1, 2002 THROUGH OCTOBER 30, 2002**

19 The Brattle Group, Inc. (the "Firm") 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, 2002 through October 30, 2002 (the "Application Period").
22 In support of the Application, the Firm respectfully represents as follows:

- 23 1. The Firm is consultant to the Pacific Gas and Electric Company, debtor and
24 debtor-in-possession in the above-referenced bankruptcy case ("Debtor"). The
25 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.

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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 \$355.99 in fees (representing .90 hours expended) and expenses. These fees and expenses break down as follows:

Period	Fees	Expenses	Total
October 2002	\$220.50	\$135.49	\$355.99

3. Accordingly the Firm seeks allowance of interim compensation in the total amount of \$322.92 at this time. This total is comprised as follows: \$187.43 (85% of the fees for services rendered)² plus \$135.49 (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 – July 2002	\$30,140.85	100% of fees and 100% of expenses for period	\$30,140.85
August 2002	\$1,134.16	85% of fees and 100% of expenses	\$1,134.16
September 2002	\$792.86	85% of fees and 100% of expenses	
<i>Total</i>	<i>\$825,095.00</i>		<i>\$819,100.04</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 \$33.07.

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.

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

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Application Period	Amount Invoiced	Amount Owed	Description
5 August 2002	\$1,318.66	\$184.50	15% fee holdback
6 September 2002	\$919.91	\$919.91	100% fees and expenses
7 <i>Total</i>	<i>\$2,238.57</i>	<i>\$1,104.41</i>	

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- 9 6. With regard to the copies of this Application served on counsel for the
- 10 Committee, counsel for the Debtor and the Office of the United States Trustee,
- 11 attached as Exhibit 1 hereto is the detailed invoice for the period covered by this
- 12 Application and which lists the name and the hourly rate for each professional
- 13 who performed services in connection with this case during the application
- 14 period; and attached as Exhibit 2 are the detailed time records for the
- 15 Application Period that comply with all Northern District of California
- 16 Bankruptcy Local Rules and Compensation Guidelines and the Guidelines of
- 17 the Office of the United States Trustee.
- 18 7. The Firm has served a copy of this Application (without Exhibits) on the
- 19 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.
- The Firm is informed and believes that this Cover Sheet application was mailed
- by first class mail, postage prepaid, on or about November 30, 2002.

- 1 9. The interim compensation and reimbursement of expenses sought in this
2 Application is on account and is not final. Upon conclusion of this case, the
3 Firm will seek fees and reimbursement of the expenses incurred for the totality
4 of the services rendered in the case. Any interim fees or reimbursement of
5 expenses approved by this Court and received by the Firm will be credited
6 against such final fees and expenses as may be allowed by this Court.
- 7 10. The Firm represents and warrants that its billing practices comply with all
8 Northern District of California Bankruptcy Local Rules and Compensation
9 Guidelines and the Guidelines of the Office of the United States Trustee.
10 Neither the Firm nor any members of the Firm has any agreement or
11 understanding of any kind or nature to divide, pay over, or share any portion of
12 the fees or expenses to be awarded to the Firm with any other person or attorney
13 except as among the members and associates of the Firm.

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

18 Dated: November 25, 2002

19 The Brattle Group, Inc.

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