

August 10, 2001

Advice 2335-G/2153-E

(Pacific Gas and Electric Company ID U 39 M)

Public Utilities Commission of the State of California

Subject: Notification of the Creation of Three New Affiliates

Purpose

In accordance with Decision 97-12-088, Appendix A, Rule VI. B--New Affiliate Compliance Plans, Pacific Gas and Electric Company hereby notifies the Commission of the formation of three new affiliates, as defined by the Affiliate Transaction Rules.¹

Rule VI. B. specifically requires that:

Upon creation of a new affiliate, which is addressed by these Rules, the utility shall immediately notify the Commission of the creation of the new affiliate, as well as posting notice on its electronic bulletin board. No later than 60 days after the creation of this affiliate, the utility shall file an advice letter with the Energy Division of the Commission, served on parties to this proceeding. The advice letter shall demonstrate how the utility will implement these Rules with respect to the new affiliate.

GenHoldings I, LLC

GenHoldings I, LLC was formed on June 13, 2001, to serve as a borrower for construction financing for the Athens, Covert, and Harquahala projects. The mailing address for GenHoldings I, LLC is: 7500 Old Georgetown Road, 13th Floor, Bethesda, MD 20814-6161. Following are the Board of Control and Officers:

P. Chrisman Iribe
Thomas B. King

Board of Control and President
Board of Control and Executive Vice
President

¹ PG&E reserves all legal rights to challenge the decisions or statutes under which it has been required to make this advice filing, and nothing in this advice filing constitutes a waiver of such rights. Also, PG&E reserves any additional legal rights to challenge the requirement to make this advice filing by reason of its status as a debtor under Chapter 11 of the Bankruptcy Code, and nothing in this advice filing constitutes a waiver of such rights.

John R. Cooper	Board of Control and Senior Vice President
Stephen A. Herman	Senior Vice President and General Counsel
F. Joseph Feyder	Vice President
William F. Quinn	Vice President
David N. Bassett	Vice President, Controller, and Treasurer
John C. Barpoulis	Vice President and Assistant Treasurer
Sanford L. Hartman	Secretary
Nancy A. Manning	Assistant Secretary
Alan W. Slepian	Assistant Secretary
J. Tracy Mey	Assistant Treasurer
Dena Chapin Nolte	Assistant Treasurer

MidColumbia Power Corporation

MidColumbia Power Corporation was formed on June 20, 2001, to own a membership interest in MidColumbia Generating Company, LLC. The mailing address for MidColumbia Power Corporation is: 7500 Old Georgetown Road, 13th Floor, Bethesda, MD 20814-6161. Following are the Directors and Officers:

Thomas B. King	Director and President
Stephen A. Herman	Director
John R. Cooper	Senior Vice President
Mark V. Carney	Vice President
F. Joseph Feyder	Vice President
William F. Quinn	Vice President
David N. Basset	Vice President, Controller, and Treasurer
Sanford L. Hartman	Secretary
Nancy A. Manning	Assistant Secretary
Suzanne Rich	Assistant Secretary
J. Tracy Mey	Assistant Treasurer
Dena Chapin Nolte	Assistant Treasurer

MidColumbia Generating Company, LLC

MidColumbia Generating Company, LLC was formed on June 20, 2001, to bid three projects into the GTN Open Season for the Washington Lateral. The mailing address for MidColumbia Generating Company, LLC is: 7500 Old Georgetown Road, 13th Floor, Bethesda, MD 20814-6161. Following are the Officers:

Thomas B. King	President
John R. Cooper	Senior Vice President
Mark V. Carney	Vice President
F. Joseph Feyder	Vice President

Edward Jarmas	Vice President
William F. Quinn	Vice President
David N. Bassett	Vice President, Controller, and Treasurer
Sanford L. Hartman	Secretary
Nancy A. Manning	Assistant Secretary
Suzanne Rich	Assistant Secretary
J. Tracy Mey	Assistant Treasurer
Dena Chapin Nolte	Assistant Treasurer

Questions regarding these affiliates should be addressed to Elsia Galawish, Pacific Gas and Electric Company's Manager of Affiliate Rules and Regulatory Compliance at (415) 973-4741.

Pacific Gas and Electric Company has previously posted notice of the formation of these affiliates on its affiliate transaction World Wide Web site and notified Commission staff.

No unusual or unique circumstances exist that would require affiliate transactions rule implementation measures for the affiliates listed above beyond those identified for other Rule II. B. Affiliates as listed in Attachment D to Pacific Gas and Electric Company's most recently filed Affiliate Rules Compliance Plan (Advice 2287-G/2067-E). The affiliate rules will apply to these affiliates. Therefore, Pacific Gas and Electric Company will apply all the provisions of its Affiliate Rules Compliance Plan to all transactions with these new affiliates.

This filing will not increase any other rate or charge, cause the withdrawal of service, or conflict with any rate schedule or rule.

Protests

Anyone wishing to protest this filing may do so by sending a letter by **August 30, 2001**, which is 20 days from the date of this filing. The protest must state the grounds upon which it is based, including such items as financial and service impact, and should be submitted expeditiously. Protests should be sent by U.S. mail and via facsimile to:

IMC Branch Chief
Energy Division
California Public Utilities Commission
505 Van Ness Avenue, Room 4002
San Francisco, California 94102
Facsimile: (415) 703-2200

Copies should also be mailed to the attention of the Director, Energy Division, Room 4005 and Jerry Royer, at the address shown above. It is also requested

that a copy of the protest be sent via postal mail and facsimile to Pacific Gas and Electric Company on the same date it is mailed or delivered to the Commission at the address shown below.

Pacific Gas and Electric Company
Attn: Les Guliasi
Director, Regulatory Relations
77 Beale Street, Mail Code B10C
P.O. Box 770000
San Francisco, California 94177
Facsimile: (415) 973-7226

Effective Date

Pacific Gas and Electric Company requests that this filing become effective on **August 10, 2001**, which is the date of filing.

Notice

In accordance with General Order 96-A, Section III, Paragraph G, a copy of this advice letter is being sent electronically and via U.S. mail to parties shown on the attached list, and the parties on the list for OIR 97-04-011/OII 97-04-012. Address change requests should be directed to Nelia Avendano at (415) 973-3529. Advice letter filings can also be accessed electronically at:

http://www.pge.com/customer_services/business/tariffs/

Vice President - Regulatory Relations

Attachment

cc: Service List – OIR 97-04-011/OII 97-04-012