

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

| | | |
|-----------------------------|---|--------------------------------|
| _____ |) | |
| |) | Chapter 11 |
| In re |) | |
| |) | Case No. 01-16034 (AJG) |
| ENRON CORP., et al., |) | |
| |) | Jointly Administered |
| Debtors. |) | |
| _____ |) | |

**FINAL JOINT APPLICATION OF
HANSON BRIDGETT MARCUS VLAHOS & RUDY, LLP
FOR FINAL ALLOWANCE OF COMPENSATION FOR PROFESSIONAL
SERVICES RENDERED AND FOR REIMBURSEMENT OF
ACTUAL AND NECESSARY EXPENSES**

**TO: THE HONORABLE ARTHUR J. GONZALEZ
UNITED STATES BANKRUPTCY JUDGE:**

Christina M. Nugent, the attorney *pro nunc tunc* for Jeff Dasovich, respectfully moves this Bankruptcy Court, pursuant to sections 330 and 311 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”), as complemented by Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), for (i) the final allowance and payment in full for fees incurred for services rendered in the amount of \$5,501.97¹ and for the reimbursement of expenses in the amount of \$55.67, incurred during the period commencing May 13, 2002 through September 19, 2002 (the “Total Compensation Period”). In support of this Application, Applicant respectfully represents as follows:²

¹ The amount of fees requested by Applicant herein takes into account Applicant’s agreement to voluntarily reduce their fee by \$1,306.03.

² Applicant has filed with the Bankruptcy Court and served upon the relevant parties in interest monthly fee statements in accordance with the Bankruptcy Court’s Administrative Fee Order (as defined below). Pursuant to the Administrative Fee Order, if no objections are timely filed to Applicant’s monthly fee statements, Applicant is paid 80% of their fees and 100% of their expenses. However, Applicant is still required to prepare, file and serve appropriate interim and final fee applications requesting approval of such fees and expenses.

JURISDICTION

1. This Court has jurisdiction to consider this Application pursuant to 28 U.S.C. § 157 and 1334. The matter is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

BACKGROUND

2. Commencing on December 2, 2001 (“Petition Date”), the Debtors filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code. The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code. Pursuant to authority under Section 1102 of the Bankruptcy Code, the United States Trustee for the Southern District of New York appointed an Official Committee of Unsecured Creditors on December 12, 2001, and appointed an Employment Related Issues Committee on March 29, 2002.

3. Various governmental entities, including but not limited to the Securities and Exchange Commission, Congressional Committees, the Department of Justice, the Department of Labor, and the California State Senate, have initiated investigations into the events causing and leading up to the Debtors’ Chapter 11 filings (“Investigations”).

4. Mr. Dasovich began his employment with Enron Corp. in August 1997 as Director, Government Affairs. He left Enron Corp. in February 2002, at which time he was employed as Senior Director, Government Affairs.

5. As a result of Mr. Dasovich’s position with the Debtors, in or about April 2002,

Senator Joseph Dunn, as a representative of the California Select Committee to Investigate Price Manipulation of Wholesale Energy Market (“Select Committee”), requested that Mr. Dasovich appear for a private deposition, and give testimony about certain matters relating to the Debtor’s business practices. (See Affidavit of Jeff Dasovich, filed herewith, ¶ 2.) Mr. Dasovich’s deposition was scheduled for May 9, 2002, but was later cancelled by Senator Dunn’s office. (Dasovich Affidavit, ¶ 4.)

6. In connection with his preparation for such testimony, Mr. Dasovich sought legal representation. To that end, he sought the advice of Michael Levy, an attorney employed by the law firm of Swidler Berlin Shereff Friedman, LLP (“Swidler”). (Dasovich Affidavit, ¶ 2.) Mr. Levy informed Mr. Dasovich that, although Swidler employed attorneys who were licensed to practice law in the State of California, none of those persons were involved in the professional engagement relating to the representation of employees of Enron Corp. (Id.) On this basis, Mr. Levy recommended that Mr. Dasovich engage counsel other than Swidler. (Id.) Therefore, Mr. Dasovich sought representation from Hanson Bridgett Marcus Vlahos & Rudy, LLP (“Hanson”), and Hanson agreed to represent Mr. Dasovich with respect to his testimony before the Select Committee. (Id.)

THE ENRON FEE COMMITTEE AND ITS PROCEDURES

7. By Order dated April 26, 2002 the Bankruptcy Court appointed a fee committee (the “Fee Committee”) to “establish budget procedures and to review the fees incurred by Court-approved professionals and the interim and final fee applications filed by such professionals.” “Order Supplementing Administrative Order Dated January 17, 2002 Establishing Procedures for Interim Compensation and Reimbursement of Expenses by Professionals by Establishing Fee

Committee, Directing Preparation of Professional Budgets and Formatting for Presentation of Billing Statement,” dated April 26, 2002 (the “Supplemental Administrative Fee Order”), at p. 1.

8. The Supplemental Administrative Fee Order provided that all professionals appointed or retained in these cases were required to prepare and submit a Professional Budget (as defined therein) to the Fee Committee, pursuant to procedures adopted by the Fee Committee, the Professional Budget was due in or about September, 2002. Applicant prepared and submitted to the Fee Committee their Professional Budget, covering fees incurred during the period May 13, 2002 through September 19, 2002.

9. As of the date of this Application, the Fee Committee has reviewed, prepared and filed advisory reports respecting the interim fee application covering the periods of May 13, 2002 through September 19, 2002. [As of the date of this Application, advisory reports have not been prepared by the Fee Committee and the Bankruptcy Court has not held hearings on Applicant’s interim fee application for services rendered and expenses incurred.]?

**THE RETENTION OF
HANSON BRIDGETT MARCUS VLAHOS & RUDY, LLP AS HIS ATTORNEY**

10. By Order, the Bankruptcy Court approved the retention of Hanson as Applicant’s attorney.

11. Pursuant to the Order approving the retention of Hanson, Applicant is to be compensated for services rendered herein pursuant to sections 330 and 331 of the Bankruptcy Code and local rules and Orders of this Court, including this Court’s (i) “Administrative Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals,” dated January 17, 2002 (the “Administrative Fee Order”); (ii) the “Supplemental Administrative Fee Order;” (iii) “Second

Supplemental Order Regarding (A) Procedures for Interim Compensation and Reimbursement of Expenses and (B) preparation of Professional Budgets and Formatting for Presentation of Billing Statements,” dated May 24, 2002; (iv) “Third Supplemental Order Regarding (A) Procedures For Interim Compensation and Reimbursement of Expenses and (B) Preparation of Professional Budgets And Formatting for Presentation of Billing Statements,” dated July 15, 2002; (v) “Fourth Supplemental Order Regarding (A) Procedures For Interim Compensation and Reimbursement of Expenses and (B) Preparation of Professional Budgets and Formatting for Presentation of Billing Statements,” dated December 19, 2002; and (vi) “Sixth Supplemental Order Regarding (A) Procedures for Requests for Interim Compensation and Reimbursement of Expenses and (B) Preparation of Professional Budgets and Formatting for Presentation of Billing Statements,” dated July 11, 2003 (the “Sixth Supplemental Administrative Fee Order”).

Applicant is not subject to any other express terms or conditions of compensation or employment, including caps or limitations on fees or other charges.

12. In seeking compensation in this Chapter 11 case, Applicant has utilized its existing hourly rate structure in accordance with the Administrative Orders of the United States Bankruptcy Court for the Southern District of New York, dated June 20, 1991, as amended April 21, 1995 (which established a series of formal “Guidelines for Fees and Disbursements for Professionals in Southern District of New York Cases”) and the provision of the Executive Office of United States Trustees’ Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 (the “U.S. Trustee Guidelines”), dated March 22, 1995 (collectively, the “Guidelines”). Annexed hereto as Exhibit “A” is a summary listing of the time spent on this Chapter 11 case by Applicants during the Interim Period and their respective billing rates. The hourly rates set forth in Exhibit “A” are the same as those

charged by the listed professional on comparable matters and Applicant believes these rates are consistent with those charged by comparable professionals and comparable national firms of Hanson's size and stature.

13. In addition, Applicant maintains contemporaneous records of disbursements. Included in Exhibit "A" is a summary listing of the disbursements made by Applicant during the Interim Period.

ACTIVITIES PERFORMED DURING PRIOR INTERIM PERIODS

14. Applicant has not submitted prior interim fee applications.

**SUMMARY OF SIGNIFICANT ACTIVITIES
DURING THE EIGHTH INTERIM PERIOD**

15. There has been no activity during this time.

DETERMINATION OF APPLICANT'S REQUESTED FEE

16. In seeking compensation in this case, Applicant utilized its existing hourly rate structure in accordance with Guidelines. For purposes of this Application, Applicant calculates its request for compensation by multiplying (a) the hours of time spent on services rendered, by (b) the applicable hourly rate assigned to each professional rendering services.

17. Applicant deems the fair and reasonable value of its professional services rendered during the Interim Period to be the sum of \$5,446.40. Based upon the total time expended, Applicant believes the Interim Period compensation, as well as the compensation for the Total Compensation Period, to be appropriate.

18. By this Application, Applicant also seeks reimbursement of the actual, reasonable and necessary out-of-pocket expenses in the aggregate amount of \$55.67 incurred during the course of rendering professional services during the Interim Period, which reimbursement is sought in accordance with the Guidelines.

FINAL COMPENSATION REQUESTED BY APPLICANTS

19. By this Application, Applicant also requests a final allowance of \$5,502.07 for the Total Compensation Period, representing \$5,446.40 as compensation for professional services rendered and \$55.67 as reimbursement for actual and necessary expenses incurred by Applicants.

20. As noted, the monthly fee statements and interim fee applications describing the professional services rendered and the expenses incurred during all periods prior to Interim Period have been previously filed with the Bankruptcy Court; they are incorporated herein by reference, but not reiterated so as to burden the Bankruptcy Court and interested parties with unnecessary duplicative material.

WHEREFORE, Applicant respectfully request that the Bankruptcy Court issue and enter an order granting it (i) the final allowance and payment in full of fees incurred for services rendered in the amount of \$5,446.40 and for reimbursement of expenses in the amount of \$55.67, incurred during the Total Compensation Period final approval of all awards of or requests for compensation and reimbursement of expenses which were granted to or requested by Applicants for services rendered and expenses incurred during all prior interim periods.

Dated: Sacramento, California
June 23, 2005

/s/ Christina M. Nugent
Christina M. Nugent
Hanson Bridgett Marcus Vlahos & Rudy, LLP
980 Ninth Street, Suite 1500
Sacramento, CA 95814

Counsel for *nunc pro tunc* JEFF DASOVICH

EXHIBIT A

_____)
)
In re)
)
ENRON CORP., et al.,)
)
Debtors.)
)
)
_____)

Chapter 11
Case No. 01-16034 (AJG)
Jointly Administered

**AFFIDAVIT OF
JEFF DASOVICH**

STATE OF CALIFORNIA)
)
COUNTY OF SAN FRANCISCO) ss:

Jeff Dasovich, being duly sworn, deposes and says:

1. I am Director, Government and Regulatory Affairs, presently employed by UBS Warburg Energy, located at 555 California Street, Suite 4650, San Francisco, California 94104. In August 1997, I commenced my employment with Enron Corp. as Director, Government Affairs. I left Enron Corp. in February 2002, at which time I was employed as Senior Director, Government Affairs. I submit this affidavit in support of my Application for an Order Authorizing the Debtors to Retain and to Pay the Legal Fees and Disbursements of Hanson, Bridgett, Marcus, Vlahos & Rudy, LLP, as Counsel for Jeff Dasovich, *Nunc Pro Tunc*, Pursuant to Sections 105(a), 327(e), 330, 331, and 363(b) of the Bankruptcy Code and this Court's Order of March 29, 2002 ("Application").

2. In or about April 2002, I was contacted by the office of California State Senator Joseph Dunn. Senator Dunn intended to subpoena me to appear and testify in a deposition

related to the investigation led by him for the Select Committee to Investigate Price Manipulation of Wholesale Energy Market ("Committee"). I sought advice from Michael Levy of the law firm of Swidler Berlin Shereff Friedman, LLP ("Swidler") regarding my appearance. Mr. Levy informed me that, although Swidler employed attorneys who were licensed to practice law in the State of California, none of those persons were involved in the professional engagement relating to the representation of employees of Enron Corp. On this basis, Mr. Levy recommended that I engage counsel other than Swidler. Therefore, I sought the representation of Hanson, Bridgett, Marcus, Vlahos & Rudy, LLP ("Hanson").

3. In April 2002, I entered into a representation agreement with Hanson. In accordance with the terms of that agreement, and beginning at that time, Hanson has served as my counsel in connection with my testimony and all other matters in connection with the investigations into the events leading to Enron Corp.'s bankruptcy. Pursuant to the terms of the representation agreement, Hanson is to be compensated for time spent by its attorneys at its standard hourly billing rates presently in effect, which I believe to be reasonable, and to be reimbursed for its out-of-pocket expenses according to its standard policies. There is presently owing and due \$5432.67 for services and costs provided to July 18, 2002. Hanson and I retain the right to terminate our relationship in accordance with the terms of the representation agreement.

4. I agreed to appear voluntarily for deposition and testify. Thereafter, my deposition was scheduled for May 9, 2002. The deposition has since been continued to a date to be determined. My appearance at deposition was requested solely in my capacity as a disinterested witness. No governmental entity or representative thereof has suggested to me or my representative that I am a target of the investigations, or that my conduct is the subject of the

investigations, except as a mere witness.

5. I believe that Hanson is well-qualified to represent me in connection with my testimony at deposition related to the investigation of the Committee.

Signed this 19th day of July 2002.

/s/ Jeff Dasovich
Jeff Dasovich

Sworn to before me this 19th day of July 2002.

/s/ Clarence D. Jones
Notary Public
My Commission Expires August 10, 2005

EXHIBIT B

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

Fees Previously Requested: \$0.00
Fees Previously Awarded: \$0.00
Expenses Previously Awarded: \$0.00
Retainers Paid (aggregate): \$0.00

Name of Applicant: Jeff Dasovich

Hearing Date:
6/23/05

_____)
In re)
ENRON CORP., et al.,)
Debtors.)
_____)

Chapter 11)
Case No. 01-16034 (AJG))
Jointly Administered)
Role in Case: Counsel for *nunc pro tunc*)
Jeff Dasovich)

Final Application for Final Compensation:)
Fees Requested: \$5,446.40¹)
Expenses Requested: \$55.67²)

| Name of Professionals | Title | Most Current Rates | Total Hours Billed In All Applications | Total Time Charges for All Interim Applications |
|-----------------------|-------|--------------------|----------------------------------------|-------------------------------------------------|
|-----------------------|-------|--------------------|----------------------------------------|-------------------------------------------------|

| | | | | |
|---------------------|----------|-------|------|-------------------------|
| Christina M. Nugent | Attorney | \$185 | 36.8 | \$6,863.67 ³ |
|---------------------|----------|-------|------|-------------------------|

Total Amount of Fees Requested (taking into account voluntary reduction) \$5,501.97

¹ Takes into account voluntary reduction in fees.
² Does not take into account voluntary reduction of expenses.
³ Does not take into account voluntary reduction of fees.

Summary of Fees and Expenses – February 2004 Monthly Fee Statement

| Description of File | Invoice No. | Fees Invoiced | Fees Requested (80%) | Expenses Invoiced (100%) | Total Amount Currently Due |
|----------------------------|--------------------|----------------------|-----------------------------|---------------------------------|-----------------------------------|
| Dasovich | 315325 | \$703.00 | \$562.40 | \$25.00 | \$587.40 |
| Dasovich | 319688 | \$2,941.50 | \$2,353.20 | \$5.67 | \$2,358.87 |
| Dasovich | 324477 | \$240.50 | \$192.40 | N/A | \$192.40 |
| Dasovich | 326048 | \$2,738.00 | \$2,190.40 | N/A | \$2,190.40 |
| Dasovich | 328869 | \$185.00 | \$148.00 | \$25.00 | \$173.00 |
| TOTAL | | \$6,808.00 | \$5,446.40 | \$55.67 | \$5,502.07 |



Client: 084064

Jeff Dasovich
UBS Warburg Energy
40 Harrison Ave
Sausalito, CA 94965

May 13, 2002
Invoice #315325

For Legal Services Rendered in Connection with:

Matter: 084064.0001 In Re: Testimony Select
Committee to Investigate Price
Manipulation of Wholesale
Energy Market

04/29/02 Meeting with Mr. Dasovich regarding deposition, CMN 3.8
documents, confidentiality agreement, news reports,
etc.; communication regarding strategy with respect to
same.

Total Hours 3.8

Total for Services \$ 703.00

Disbursements

04/29/02 Clerk U.S. Bankruptcy Court-Admission to NY Bankruptcy 25.00
Court 04-29-02

Disbursement Total \$ 25.00

* * * * * ATTORNEY SUMMARY * * * * *

| Timekeeper | Rate | Hours | Value |
|---------------------|--------|-------|--------|
| Christina M. Nugent | 185.00 | 3.80 | 703.00 |
| TOTAL FEES | | 3.80 | 703.00 |

Total For This Invoice, Due and Payable On Receipt \$ 728.00

Tax ID #94-1205338

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Client: 084064

Jeff Dasovich
UBS Warburg Energy
40 Harrison Ave
Sausalito, CA 94965

June 27, 2002
Invoice #319668

For Legal Services Rendered in Connection with:

| | | | | |
|----------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------|-----|----------|
| Matter: | 084064.0001 | In Re: Testimony Select Committee to Investigate Price Manipulation of Wholesale Energy Market | | |
| 05/02/02 | Review orders of court regarding application for representation. | | CMN | 1.9 |
| 05/06/02 | Conference with Mr. Dasovich regarding assertion of privileges on behalf of Enron-production of documents; reschedule deposition; review e-mail communications from Mr. Dasovich in preparation for deposition. | | CMN | 1.4 |
| 05/07/02 | Meeting with Mr. Dasovich regarding production of documents (memos, e-mails, etc.) and issues to be addressed at deposition; analysis of matters within attorney-client privilege; conference with Ms. Pascal regarding scheduling of deposition, substantive areas to be addressed, and disclosure of topics-documents in advance; review documents disclosed by FERC. | | CMN | 5.3 |
| 05/13/02 | Conf. w- Mr. Dasovich; call to Mr. Fergus re: waiver of privileges, confidentiality agreement, etc. | | CMN | 0.4 |
| 05/14/02 | Prepare Motion For Order Authorizing Debtors To Retain And-Or Pay, Nunc Pro Tunc, Hanson, Bridgett, Marcus, Vlahos & Rudy, LLP as Special Counsel to Jeff Dasovich, and-or to Pay for Legal Fees and Disbursements Pursuant to Sections 327(e), 328(a), 330, 105(a) and 503 of the Bankruptcy Code. | | CMN | 4.2 |
| 05/16/02 | Telephone conference w- Mr. Dasovich re: hearings; review news reports re: same. | | CMN | 2.7 |
| | Total Hours | | | 15.9 |
| | Total for Services | | \$ | 2,941.50 |

Disbursements

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Client: 084064

Page 2

Jeff Dasovich

June 27, 2002

In Re: Testimony Select
Committee to Investigate Price
Manipulation of Wholesale
Energy Market

05/31/02 Photocopies 4.80
05/31/02 Telephone 0.87

Disbursement Total \$ 5.67

* * * * * ATTORNEY SUMMARY * * * * *

| Timekeeper | Rate | Hours | Value |
|---------------------|--------|--------------|-----------------|
| Christina M. Nugent | 185.00 | 15.90 | 2,941.50 |
| TOTAL FEES | | 15.90 | 2,941.50 |

Total For This Invoice, Due and Payable On Receipt \$ 2,947.17

Tax ID #94-1205338

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Client: 084064
Jeff Dasovich
UBS Warburg Energy
40 Harrison Ave
Sausalito, CA 94965

July 19, 2002
Invoice #324477

For Legal Services Rendered in Connection with:

Matter: 084064.0001 In Re: Testimony Select
Committee to Investigate Price
Manipulation of Wholesale
Energy Market

| | | | |
|-------------|-------------------------------------------------------------------------------------------------------------------------------------------------------|-----|-----|
| 06/10/02 | Telephone conf with Mr. Fergus. | CMN | 0.3 |
| 06/12/02 | Telephone conference with Mr. Dasovich re: status; email correspondence with Mr. Fergus in re: production of Mr. Dasovich's business notebooks. | CMN | 1.0 |
| Total Hours | | | 1.3 |

Total for Services \$ 240.50

* * * * * ATTORNEY SUMMARY * * * * *

| Timekeeper | Rate | Hours | Value |
|---------------------|--------|-------|--------|
| Christina M. Nugent | 185.00 | 1.30 | 240.50 |
| TOTAL FEES | | 1.30 | 240.50 |

Total For This Invoice, Due and Payable On Receipt \$ 240.50

Tax ID #94-1205338

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Client: 084064

Jeff Dasovich
UBS Warburg Energy
40 Harrison Ave
Sausalito, CA 94965

August 16, 2002
Invoice #326048

For Legal Services Rendered in Connection with:

Matter: 084064.0001 In Re: Testimony Select
Committee to Investigate Price
Manipulation of Wholesale
Energy Market

Table with columns for date, description of service, and hours. Includes entries for telephone conferences, research, and document reviews from 07/12/02 to 07/26/02.

Total Hours 14.8

Total for Services \$ 2,738.00

***** ATTORNEY SUMMARY *****

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Client: 084064

Page 2

Jeff Dasovich

August 16, 2002

In Re: Testimony Select
Committee to Investigate Price
Manipulation of Wholesale
Energy Market

| Timekeeper | Rate | Hours | Value |
|---------------------|--------|-------|----------|
| Christina M. Nugent | 185.00 | 14.80 | 2,738.00 |
| TOTAL FEES | | 14.80 | 2,738.00 |

Total For This Invoice, Due and Payable On Receipt \$ 2,738.00

Tax ID #94-1205338

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Client: 084064
Jeff Dasovich
UBS Warburg Energy
40 Harrison Ave
Sausalito, CA 94965

September 19, 2002
Invoice #328869

For Legal Services Rendered in Connection with:

Matter: 084064.0001 In Re: Testimony Select
Committee to Investigate Price
Manipulation of Wholesale
Energy Market

08/05/02 Review news reports re: hearings and investigations. CMN 0.7
08/09/02 Confer with William D. Taylor re: application to CMN 0.3
bankruptcy court for payment of fees.

Total Hours 1.0

Total for Services \$ 185.00

Disbursements

08/21/02 State Bar of California-Certificate of Good Standing 25.00
08-21-02

Disbursement Total \$ 25.00

* * * * * ATTORNEY SUMMARY * * * * *

| Timekeeper | Rate | Hours | Value |
|---------------------|--------|-------|--------|
| Christina M. Nugent | 185.00 | 1.00 | 185.00 |
| TOTAL FEES | | 1.00 | 185.00 |

Total For This Invoice, Due and Payable On Receipt \$ 210.00

Tax ID #94-1205338

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