

Fixed Revenue Requirement" and "Variable O&M Rates" proposed by the Company for the generation units providing service to the ISO.

2. Pursuant to Schedule F and several time extension requests granted by the Commission, the Parties conducted discovery, convened a data conference, exchanged several settlement proposals and engaged in extensive and intensive negotiations.

3. The settlement discussions and negotiations culminated in an agreement in principle resolving the issues germane to the Company's Schedule F Informational Filing. More specifically, by "Joint Motion of the Parties for an Additional Extension of the Deadline to File Protest," submitted April 26, 2002, the Parties notified the Commission that an agreement in principle had been reached and that the Parties needed an additional three weeks to prepare an Offer of Settlement and related settlement documents. By an "Unopposed Joint Motion For An Extension of Time," submitted May 17, 2002, the Parties requested an additional extension, until June 7, 2002, to discuss and secure approvals for the Offer of Settlement and related documents. By another "Unopposed Joint Motion For An Extension of Time," submitted June 7, 2002, the Parties requested an additional extension, until June 14, 2002, to secure specific commitments from entities in a related proceeding for full resolution of the instant proceeding.

4. By "Notice of Extension of Time," issued May 1, 2002, the Commission granted the requested three-week extension and, assuming a final settlement is not reached, extended the deadline for the submission of Protests to May 17, 2002. By "Notice of Extension of Time," issued May 20, 2002, the Commission further extended the deadline for the submission of Protests to June 7, 2002.

5. The Parties reiterate that an agreement in principle resolving the instant proceeding has been reached. A further additional extension is needed, however, to secure specific commitments from entities in a related proceeding. The Parties, thus, need additional time to secure the necessary and related approvals for full resolution of the instant proceeding.

6. The Parties, accordingly, respectfully request an additional extension until July 1, 2002, for the submission of Protests, in the event that the requisite approvals and related commitments for the Offer of Settlement are not reached.

7. Counsel for the ISO is authorized to state that Williams, the CPUC, EOB, SCE and AES support the requested extension.

8. No Party will be prejudiced by Commission approval of the instant extension request.

WHEREFORE, in view of the foregoing, the Parties respectfully request that the Commission grant the instant Unopposed Joint Motion for an Extension of Time.

Respectfully submitted

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