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May 10, 2004

Advice No. 3377
(U 904 G)

Public Utilities Commission of the State of California

Subject: Notification of the Creation of New Affiliates

Purpose

Southern California Gas Company (SoCalGas) hereby notifies the California Public Utilities Commission (Commission) of the creation of new affiliates as defined in the Commission's Affiliate Transaction Rules (the Rules).

Background

In accordance with Commission Decision No. (D.) 97-12-088, in OIR 97-04-011/OII 97-04-012, Appendix A, Rule VI.B, as modified by D.98-08-035, SoCalGas is required to notify the Commission of the creation of any new affiliate addressed by these Rules. Accordingly, SoCalGas is hereby notifying the Commission of the formation of affiliates as shown on the enclosed Attachment B.

No unusual or unique circumstances exist that would require affiliate transaction rule implementation measures for the new affiliates beyond those already identified by the utility. Therefore, SoCalGas will apply the provisions of its Updated Compliance Plan Advice No. 3290 to all transactions with the new affiliates included herein. If the Commission modifies or requires the modification of Advice No. 3290, SoCalGas will apply all such changes, or the provisions of such amended plans, to the newly formed affiliates included herein.

This filing will not increase or decrease any rate or charge, conflict with any schedules or rules, or cause the withdrawal of service.

Protest

Anyone may protest this Advice Letter to the Commission. The protest must state the grounds upon which it is based, including such items as financial and service impact, and should be submitted expeditiously. The protest must be made in writing and must be received within 20 days of the date this Advice Letter. There is no restriction on who may file a protest. The address for mailing or delivering a protest to the Commission is:

Energy Division - IMC Branch
California Public Utilities Commission
505 Van Ness Avenue, 4th Floor
San Francisco, CA 94102

Copies of the protest should also be sent via e-mail to the attention of both Jerry Royer (jjr@cpuc.ca.gov) and to Honesto Gatchalian (jnj@cpuc.ca.gov) of the Energy Division. A copy of the protest should also be sent via both e-mail and facsimile to the address shown below on the same date it is mailed or delivered to the Commission.

Attn: Sid Newsom
Tariff Manager - GT14D6
555 West Fifth Street
Los Angeles, CA 90013-1011
Facsimile No. (213) 244-4957
E-mail: snewsom@SempraUtilities.com

Effective Date

Since this filing is being made in compliance with D.97-12-088, it is respectfully requested that it become effective on May 10, 2004, which is the date filed.

Notice

In accordance with Section III.G of General Order No. 96-A, a copy of this advice letter is being sent to the parties listed on Attachment A, which includes the interested parties in R.97-04-011 and I.97-04-012.

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Attachments

ATTACHMENT A

Advice No. 3377

(See Attached Service Lists)

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SoCalGas Advice No. 3377
Attachment B
Notification of the Creation of New Affiliates

New Affiliate Name	Address of Headquarters	Primary Officers	Contact Person	Type of Business Activity	Effective Date	ATR Rule II.B. Affiliate?
Willie Acquisition Company II, LLC	101 Ash Street San Diego, California 92101	<u>Officers:</u> Michael Hoffman, President (Not a Sempra employee) Michael R. Niggli, Vice President Mark A. Snell, Vice President and Chief Financial Officer Pierre Lapeyre, Secretary (Not a Sempra employee) <u>Sole Member:</u> Willie Acquisition Company I, LLC (" <i>Willie I</i> ")	Martine Blair Affiliate Compliance Manager Affiliate Compliance Dept. 101 Ash St PZ-05A San Diego, CA 92101	Acts as an acquisition vehicle.	03/10/04	Yes
Willie GP, LLC	101 Ash Street San Diego, CA 92101	<u>Officers:</u> Michael Hoffman, President (not a Sempra employee) Michael R. Niggli, Vice President Mark A. Snell, Vice President and Chief Financial Officer Pierre Lapeyre, Secretary (not a Sempra employee)	Martine Blair Affiliate Compliance Manager Affiliate Compliance Dept. 101 Ash St PZ-05A San Diego, CA 92101	Purchase, operation and disposition of generation facilities.	03/26/04	Yes
Coletto Creek WLE, LP	101 Ash Street San Diego, CA 92101		Martine Blair Affiliate Compliance Manager Affiliate Compliance Dept. 101 Ash St PZ-05A San Diego, CA 92101	Purchase, operation and disposition of generation facilities	04/07/04	Yes
Barney M. Davis, LP	101 Ash Street San Diego, CA 92101		Martine Blair Affiliate Compliance Manager Affiliate Compliance Dept. 101 Ash St PZ-05A San Diego, CA 92101	Purchase, operation and disposition of generation facilities.	04/07/04	Yes

SoCalGas Advice No. 3377
Attachment B
Notification of the Creation of New Affiliates

New Affiliate Name	Address of Headquarters	Primary Officers	Contact Person	Type of Business Activity	Effective Date	ATR Rule II.B. Affiliate?
Eagle Pass WLE, LP	101 Ash Street San Diego, CA 92101		Martine Blair Affiliate Compliance Manager Affiliate Compliance Dept. 101 Ash St PZ-05A San Diego, CA 92101	Purchase, operation and disposition of generation facilities.	04/07/04	Yes
E.S. Joslin, LP	101 Ash Street San Diego, CA 92101		Martine Blair Affiliate Compliance Manager Affiliate Compliance Dept. 101 Ash St PZ-05A San Diego, CA 92101	Purchase, operation and disposition of generation facilities.	04/07/04	Yes
J.L. Bates, LP	101 Ash Street San Diego, CA 92101		Martine Blair Affiliate Compliance Manager Affiliate Compliance Dept. 101 Ash St PZ-05A San Diego, CA 92101	Purchase, operation and disposition of generation facilities.	04/07/04	Yes
Laredo WLE, LP	101 Ash Street San Diego, CA 92101		Martine Blair Affiliate Compliance Manager Affiliate Compliance Dept. 101 Ash St PZ-05A San Diego, CA 92101	Purchase, operation and disposition of generation facilities.	04/07/04	Yes
La Palma WLE, LP	101 Ash Street San Diego, CA 92101		Martine Blair Affiliate Compliance Manager Affiliate Compliance Dept. 101 Ash St PZ-05A San Diego, CA 92101	Purchase, operation and disposition of generation facilities.	04/07/04	Yes

SoCalGas Advice No. 3377
Attachment B
Notification of the Creation of New Affiliates

New Affiliate Name	Address of Headquarters	Primary Officers	Contact Person	Type of Business Activity	Effective Date	ATR Rule II.B. Affiliate?
Lon C. Hill, LP	101 Ash Street San Diego, CA 92101		Martine Blair Affiliate Compliance Manager Affiliate Compliance Dept. 101 Ash St PZ-05A San Diego, CA 92101	Purchase, operation and disposition of generation facilities.	04/07/04	Yes
Victoria WLE, LP	101 Ash Street San Diego, CA 92101		Martine Blair Affiliate Compliance Manager Affiliate Compliance Dept. 101 Ash St PZ-05A San Diego, CA 92101	Purchase, operation and disposition of generation facilities.	04/07/04	Yes
Nueces Bay WLE, LP	101 Ash Street San Diego, CA 92101		Martine Blair Affiliate Compliance Manager Affiliate Compliance Dept. 101 Ash St PZ-05A San Diego, CA 92101	Purchase, operation and disposition of generation facilities.	04/07/04	Yes