



**Brian K. Cherry**  
Vice President  
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December 2, 2011

Mr. Edward Randolph  
Director - Energy Division  
California Public Utilities Commission  
505 Van Ness Avenue  
San Francisco, CA 94102

Re: Withdrawal of Advice 3197-E, 3197-E-A, and 3197-E-B

Dear Mr. Randolph:

On January 14, 2008, Pacific Gas and Electric Company ("PG&E") submitted Advice 3197-E, "Standard Contract For Certain Qualifying Facilities Pursuant To Decision 07-09-040." This advice filing was followed by supplemental advice filings 3197-E-A and 3197-E-B filed on July 11, 2008, and December 10, 2008, respectively.

In Decision ("D.") 10-12-035, the California Public Utilities Commission approved the Qualifying Facility and Combined Heat and Power Program Settlement Agreement ("QF/CHP Settlement") and thereby approved the CHP Program Settlement Agreement Term Sheet. Section 14.2.11 states:

The IOUs will withdraw Advice Letters PG&E AL 3197-E, SDG&E AL 1958-E, and SCE AL 2200-E to implement new Standard Offer Contracts pursuant to D.07-09-040.

PG&E is required by the Commission's approval of the QF/CHP Settlement to withdraw these advice letters, pursuant to Term Sheet Section 14.2.11.

By this letter, PG&E respectfully withdraws Advice 3197-E, 3197-E-A, and 3197-E-B.

Sincerely,

A handwritten signature in cursive script that reads "Brian Cherry".

Vice President – Regulation and Rates

cc: Commissioner Mark Ferron  
Administrative Law Judge Amy Yip-Kikugawa  
Jennifer Kalafut, Energy Division  
Service List A.08-11-001

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