

(Official Form 1) (9/01)

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Quantum Ventures.	FORM B1, Page 2
<i>in a Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet)</i>			
Location Where Filed: N/A	Case Number: N/A	Date Filed: N/A	
<i>Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)</i>			
Name of Debtor: See Schedule 2 annexed hereto	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
Signatures			
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joins)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p>		<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	
<p style="text-align: center;">Signature of Attorney</p> <p>X _____ Signature of Attorney for Debtor(s)</p> <p>Martin T. Fletcher, Esq. (07608) Whiteford, Taylor & Preston Seven Saint Paul Street, Suite 1400 Baltimore, MD 21202 (410) 347-8700</p> <p>Matthew A. Feldman, Esq. Shelley C. Chapman, Esq. Willkie Farr & Gallagher 787 Seventh Avenue New York, NY 10019-6099 (212) 728-8000</p> <p>July 29, 2003 Date</p>		<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.</p> <p>X _____ Signature of Attorney for Debtor(s) Date</p>	
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor. The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Authorized Individual</p> <p>John C. Bapoulis Printed Name of Authorized Individual</p> <p>Vice President & Treasurer Title of Authorized Individual</p> <p>July 29, 2003 Date</p>		<p style="text-align: center;">Exhibit C</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts)</p> <p>Does the debtor own or have possession of my property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?</p> <p><input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No</p>	
		<p style="text-align: center;">Signature of Non-Attorney Petition Preparer</p> <p>I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110, that I prepared this document for compensation, and that I have provided the debtor with a copy of this document.</p> <p>_____ Printed Name of Bankruptcy Petition Preparer</p> <p>_____ Social Security Number</p> <p>_____ Address</p> <p>_____ Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document:</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p>X _____ Signature of Bankruptcy Petition Preparer</p> <p>_____ Date</p>	
<p>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</p>			

SCHEDULE 1

Quantum Ventures is incorporated in California, and maintains its headquarters in Montgomery County, Maryland.

SCHEDULE 2

Pending Bankruptcy Case Filed by any Partner or Affiliate of Debtor Quantum Ventures

A) Concurrently herewith, PG&E Energy Services Ventures, Inc., in addition to the Debtor, has filed a voluntary petition in the United States Bankruptcy Court for the District of Maryland (Greenbelt Division) and a motion with the Court seeking the joint administration of their respective chapter 11 cases and the cases identified in items B and C below.

B) On July 8, 2003, each of the following entities filed a voluntary petition for relief under chapter 11, and were subsequently jointly administered, in the United States Bankruptcy Court for the District of Maryland (Greenbelt Division):

PG&E Energy Trading - Gas Corporation
PG&E Energy Trading - Power, L.P.
PG&E Energy Trading Holdings Corporation
PG&E ET Investments Corporation
PG&E National Energy Group, Inc.

C) On July 8, 2003 the following entity filed a voluntary petition for relief under chapter 11 in the United States Bankruptcy Court for the District of Maryland (Greenbelt Division):

USGen New England, Inc.

D) On April 6, 2001, Pacific Gas and Electric Company (the "Utility"), an affiliate of the Debtor, filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court of the Northern District of California, Case No. 01-30923. The Utility's chapter 11 case is pending before the Honorable Dennis A. Montali.

**RESOLUTIONS OF THE BOARD OF DIRECTORS OF
QUANTUM VENTURES
(the "Company")**

Chapter 11 Filing

WHEREAS, as a result of the financial condition of the Company, the Board of Directors has engaged counsel and financial advisors to provide advice to the Company regarding its obligations to its creditors;

NOW THEREFORE, it is hereby:

RESOLVED, that, in the judgment of the Board of Directors, it is desirable and in the best interests of the Company, its creditors, stockholders, employees and other interested parties that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"); and it is further

RESOLVED, that the filing by the Company of a petition for relief under chapter 11 of the Bankruptcy Code, in the United States Bankruptcy Court for the District of Maryland or such other court as otherwise determined by any of the President, the Senior Vice President any Vice President, the Secretary, any Assistant Secretary, the Treasurer, any Assistant Treasurer, the Controller and any Assistant Controller of the Company (together, the "Authorized Officers") be, and it hereby is, authorized and approved; and it is further

RESOLVED, that each of the Authorized Officers, and such other officers of the Company as any Authorized Officer shall from time to time designate, be and each hereby is authorized, empowered and directed to execute on behalf of the Company a petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Maryland or such other court as otherwise determined by any such Authorized Officer; and it is further

RESOLVED, that each of the Authorized Officers be, and each hereby is, authorized, empowered and directed to execute and file on behalf of the Company all schedules, petitions, lists, documents, pleadings, affidavits and other papers as required to accompany the petition or seek entry of first-day orders, or as otherwise necessary or appropriate in connection with the filing and administration of the chapter 11 case; and it is further

RESOLVED, that the Company retain the law firms of Willkie Farr & Gallagher and Whiteford, Taylor & Preston L.L.P. to render legal services to, and to represent, the Company in connection with the chapter 11 case and in any and all matters in connection therewith; and it is further

RESOLVED, that the Company retain such other professionals as any such officer may deem necessary or appropriate, upon such terms and conditions as any such officer shall approve, to render services to the Company in connection with the chapter 11 case and with respect to other matters in connection therewith; and it is further

General

RESOLVED, that each of the Authorized Officers be, and each hereby is, authorized, empowered and directed to take any and all further actions and to execute and deliver any and all such further instruments and documents and to pay all expenses (subject to bankruptcy court approval where necessary or appropriate) in order to carry out fully the intent and accomplish the purposes of the resolutions adopted herein; and it is further

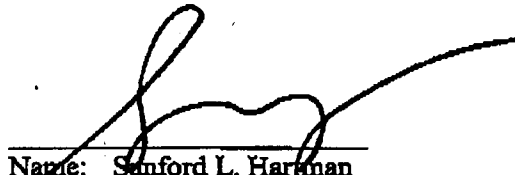
RESOLVED, that from and after the date hereof all action heretofore taken by any of the Authorized Officers, or by any individual who currently holds or has held any of said offices, in furtherance of the foregoing is hereby ratified, adopted, approved and confirmed; and it is further

RESOLVED, that the Assistant Secretary or Secretary of the Company be, and hereby is, authorized, empowered and directed to certify that the foregoing recital and resolutions of the Board of Directors were duly adopted as of the date hereof and to insert, or cause to be inserted, such recital and resolutions in the records of proceedings of the Board of Directors of the Company.

Certification

I, Sanford L. Hartman, the duly elected and qualified Assistant Secretary of Quantum Ventures (the "Company"), a California corporation, do hereby certify and declare that I have examined the attached recital and resolutions adopted by the Board of Directors of the Company (consisting of P. Chrisman Iribe and Sanford L. Hartman), at a special meeting of the Board of Directors, duly called and held on July 28, 2003 at 5:00 p.m. (Eastern Daylight Time), and that such recital and resolutions have not been amended, modified or rescinded and such resolutions remain in full force and effect.

IN TESTIMONY WHEREOF, I, Sanford L. Hartman, have hereto set my hand this 28th day of July, 2003.


Name: Sanford L. Hartman
Title: Assistant Secretary