

EXHIBIT C

**BEFORE THE WASHINGTON STATE
UTILITIES AND TRANSPORTATION COMMISSION**

In the Matter of the Application of)	
)	DOCKET NO. UE-040837
Puget Sound Energy, Inc.,)	
)	
Petitioner,)	
)	ORDER ESTABLISHING
For an Order Establishing Compliance)	COMPLIANCE WITH RCW
with RCW 80.08.040, with Respect to its)	80.08.040; APPLICATION TO
Proposal to extend the term and increase)	ENTER INTO A LIQUIDITY
the size of its \$350 million credit)	FACILITY.
agreement, while lowering the cost of the)	
facility.)	
.....		

BACKGROUND

- 1 On March [], 2005, Puget Sound Energy Inc. (PSE) filed the required statement of a planned securities issuance with the Washington Utilities and Transportation Commission (Commission). The Company requested an order affirming that the Company has complied with the requirements of RCW 80.08.040. In its application the Company proposes to extend the term and increase the size of its \$350 million credit agreement to \$500 million, while lowering the cost of the facility. The application is filed pursuant to Chapter 80.08 RCW and the requirements of WAC 480-146-290.

- 2 According to the application and supporting materials filed by the Company, it asserts the proceeds of the financing are for one or more of the purposes allowed by RCW 80.08.030.

FINDINGS AND CONCLUSIONS

- 3 (1) PSE is engaged in the business of providing electric and natural gas service within the state of Washington. As a public service company, it is subject to the jurisdiction of the Commission under the provisions of Chapter 80.08 RCW.

- 4 (2) As to form, the application herein meets the requirements of Chapter 80.08 RCW and the rules and regulations of the Commission adopted pursuant thereto *Chapter 480-146 WAC*.
- 5 (3) The Company's application in this Docket contains: (a) a certification by an authorized officer that the proceeds will be used for one or more purposes allowed by RCW 80.08.030; (b) a description of the proposed issuance, including the terms of financing, and (c) a statement as to why the proposed transaction[s] is[are] in the public interest.
- 6 (4) The proceeds from the proposed liquidity facility are to be used for one or more of the purposes set forth in RCW 80.08.030.

ORDER

- 7 (1) Puget Sound Energy, Inc. has complied with the requirements of RCW 80.08.040 with respect to the proposals set forth in its application to enter into the liquidity facility.
- 8 (2) The Company is directed to file a Report of Securities Issued as required by WAC 480-146-340. The Company is also directed to file verified copies of any agreement entered into in connection with any transaction pursuant to this Order. Finally, the Company shall file a verified statement setting forth in reasonable detail the disposition of the proceeds of each offering made pursuant to this Order.
- 9 (3) This Order shall in no way affect the authority of this Commission over rates, services, accounts, valuations, estimates, or determination of costs, or any matters whatsoever that may come before it, nor shall anything herein be construed as acquiescence in any estimate or determination of costs, or any valuation of property claimed or asserted.
- 10 (4) This matter was brought before the Commission at its regularly scheduled open meeting on March [], 2005. The Commissioners, having determined this filing to meet the requirements of Chapter 80.08 RCW, directed the Secretary to enter this order.

DATED at Olympia, Washington, and effective this ____ day of March, 2005.

WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

CAROLE J. WASHBURN, Secretary