BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF HAWAII

In the Matter of the Application of)

CITIZENS COMMUNICATIONS COMPANY, )
dba THE GAS COMPANY, K-1 USA )
VENTURES, INC., and HAWAII GAS )
COMPANY, L.L.C., nka THE GAS )
COMPANY, LLC )

For Approval to Sell the Assets of )
The Gas Company, and Other Related )
Matters.

DOCKET NO. 03-0051

ORDER NO. 20357

Filed July 31, 2003
At 10:00 o'clock A.M.

Karen Higashi
Chief Clerk of the Commission

ATTEST: A True Copy
KAREN HIGASHI
Chief Clerk, Public Utilities
Commission, State of Hawaii.

K. Higashi
BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF HAWAII

In the Matter of the Application of
CITIZENS COMMUNICATIONS COMPANY,
dba THE GAS COMPANY, K-1 USA
VENTURES, INC., and HAWAII GAS
COMPANY, L.L.C., nka THE GAS
COMPANY, LLC

Docket No. 03-0051

For Approval to Sell the Assets of
The Gas Company, and Other Related
Matters.

Order No. 20357

ORDER AMENDING DECISION AND ORDER NO. 20354

I.

By letter dated July 29, 2003, CITIZENS COMMUNICATIONS
COMPANY, dba THE GAS COMPANY, K-1 USA VENTURES, INC., and HAWAII
GAS COMPANY, L.L.C., nka THE GAS COMPANY, LLC (collectively,
"Applicants"), seek to clarify Decision and Order No. 20354, filed on July 25, 2003.

Specifically, Applicants request the addition of a
sentence to make it clear that the commission approved the
guaranty of the proposed loans and the pledging of the membership
interests as security for such loans, in accordance with Hawaii
Revised Statutes ("HRS") § 269-17. Thus, Applicants seek to
amend Section XVII, Ordering Paragraph 4, at page 50, by adding a
second sentence, as follows:

4. TGC-LLC's guaranty of the loans proposed to
be obtained by HGC Holdings, and the pledge by HGC Holdings
of its membership interests in TGC-LLC as security for such
loans, "at interest rates no higher than and in amounts and on terms substantially similar to those set forth in Exhibit A" of Applicants' Reply Statement, are for purposes permitted by HRS § 269-17. Thus, the guaranty of the loans and the pledge of membership interests are approved.

Applicants represent that the Division of Consumer Advocacy does not object to the addition of the proposed new sentence to clarify Decision and Order No. 20354.

Upon review, the commission will grant Applicants' request for clarification.

II.

THE COMMISSION ORDERS:

1. Applicants' request for clarification, filed on July 29, 2003, is granted, consistent with the terms of this order.

2. Section XVII, Ordering Paragraph 4, at page 50, is amended in its entirety to read as follows:

   4. TGC-LLC's guaranty of the loans proposed to be obtained by HGC Holdings, and the pledge by HGC Holdings of its membership interests in TGC-LLC as security for such loans, "at interest rates no higher than and in amounts and on terms substantially similar to those set forth in Exhibit A" of Applicants' Reply Statement, are for purposes permitted by HRS § 269-17. Thus, the guaranty of the loans and the pledge of membership interests are approved.
3. In all other respects, Decision and Order No. 20354 remains unchanged.

DONE at Honolulu, Hawaii this 31st day of July, 2003.

PUBLIC UTILITIES COMMISSION
OF THE STATE OF HAWAII

By

Carlito P. Caliboso, Chairman

By

Wayne H. Kimura, Commissioner

By

Janet E. Kawelo, Commissioner

APPROVED AS TO FORM:

Michael Azama
Commission Counsel

03-0051.11
CERTIFICATE OF SERVICE

I hereby certify that I have this date served a copy of the foregoing Order No. 20357 upon the following parties, by causing a copy hereof to be mailed, postage prepaid, and properly addressed to each such party.

DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS
DIVISION OF CONSUMER ADVOCACY
P. O. Box 541
Honolulu, HI 96809

JIM YATES
VICE PRESIDENT AND GENERAL MANAGER
CITIZENS COMMUNICATIONS COMPANY
dba THE GAS COMPANY
841 Bishop Street
Suite 1700
Honolulu, HI 96813

K-1 USA VENTURES, INC.
and HAWAII GAS COMPANY, L.L.C.,
nka THE GAS COMPANY, LLC
c/o MR. CARY MEADOW
1880 Century Park East
Suite 213
Los Angeles, CA 90067

ALAN M. OSHIMA, ESQ.
KENT D. MORIHARA, ESQ.
OSHIMA CHUNG FONG & CHUNG LLP
841 Bishop Street
Suite 400
Honolulu, HI 96813

Regulatory Counsel for Applicants

L. RUSSELL MITTEN, ESQ.
CITIZENS COMMUNICATIONS COMPANY
3 High Ridge Park
Stamford, CT 06905-1390

Counsel for CITIZENS COMMUNICATIONS COMPANY
CERTIFICATE OF SERVICE - Continued

SHERRY A. STANLEY, ESQ.
2601 S. Bayshore Drive
Suite 1775
Miami, FL 33133

Counsel for K-1 USA VENTURES, INC.
and HAWAII GAS COMPANY, L.L.C.,
nka THE GAS COMPANY, LLC

DATED: July 31, 2003

Karen Higashi