


No. <b>C 84871</b>	<b>Annual Report Form</b> 1999 Due No Later Than November 30,		2. Registered Agent and Office <b>NOT A P.O. BOX</b>																			
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080  <b>NO FEE REQUIRED 825</b>  <b>** FINAL NOTICE **</b>	1. Mailing Address - Please Correct if Not Correct PACIFICORP <del>SALLY NOETIGER</del> Lenore M. Martin SUITE <del>1600</del> 2000 <del>700 NE MULTNOMAH</del> PORTLAND OR 97232 4110		C T CORPORATION SYSTEM 300 NORTH 6TH STREET BOISE ID 83701  3. Organized Under the Laws of: OR C 84871																			
4. Corporations: Enter Names and Business Addresses of <b>President, Secretary and Directors</b> Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> <b>Managers</b> or <input type="checkbox"/> <b>Members</b> (check one)  <table border="0"> <thead> <tr> <th><u>Office held</u></th> <th><u>Name</u></th> <th><u>Street or P.O. Address</u></th> <th><u>City</u></th> <th><u>State</u></th> <th><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td>See attached Exhibit A -</td> <td>Directors</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>See attached Exhibit B -</td> <td>Officers</td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>					<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	See attached Exhibit A -	Directors					See attached Exhibit B -	Officers				
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>																	
See attached Exhibit A -	Directors																					
See attached Exhibit B -	Officers																					
5. <u>New</u> Registered Agent Signature	6. Signature  Date <u>October 27, 1999</u> Name <small>(Typed or Printed)</small> <u>Lenore M. Martin</u> Title <u>Corporate Secret</u>																					

ISSUED: 10-01-1999

3733

**PacifiCorp Directors  
1999**

<u>Name</u>	<u>Position</u>	<u>Address</u>
W. Charles Armstrong	Director	285 Raptor Road Eastsound, WA 98245
C. Todd Conover	Director	753 Berry Avenue Los Altos, CA 94024
Nolan E. Karras	Director	The Karras Company, Inc. 4695 South 1900 West, #3 Roy, UT 84067
Kathryn Lewis	Director	1730 Galaxy Drive Newport Beach, CA 92660
Keith R. McKennon	President, Chairman and CEO	PacifiCorp 825 NE Multnomah, Suite 2000 Portland, OR 97232
Robert G. Miller	Director	The Kroger Co. 1014 Vine Street Cincinnati, OH 45202
Alan K. Simpson	Director	c/o Laurie Rosen 3301 Turner Lane Chevy Chase, MD 20815
Verl R. Topham	Director	c/o Melanie Allen 201 South Main, Suite 2000 Salt Lake City, UT 84140
Nancy Wilgenbusch	Director	Marylhurst University PO Box 261 Marylhurst, OR 97036
Peter I. Wold	Director	Wold Oil Properties, Inc. 139 West Second, Suite 200 Mineral Resource Center Casper, WY 92601-2462

**PacifiCorp Officers  
1999**

<u>Name</u>	<u>Position</u>	<u>Address</u>
Keith R. McKennon	Chairman, President and CEO	825 NE Multnomah, Suite 2000 Portland, OR 97232
Henry H. Hewitt	Executive Vice President	825 NE Multnomah, Suite 2000 Portland, OR 97232
Richard T. O'Brien	Executive Vice President & Chief Operating Officer	825 NE Multnomah, Suite 2000 Portland, OR 97232
John A. Bohling	Senior Vice President	825 NE Multnomah, Suite 2000 Portland, OR 97232
Paul G. Lorenzini	Senior Vice President	Powercor Australia, Ltd. Locked Bag 14090 Melbourne City Mail Centre Melbourne, VIC 8001 Australia
Dennis P. Steinberg	Senior Vice President	825 NE Multnomah, Suite 800 Portland, OR 97232
Dan R. Baker	Vice President	201 South Main, Suite 2100 Salt Lake City, UT 84140
Barry G. Cunningham	Vice President	201 South Main, Suite 2300 Salt Lake City, UT 84140
Anne E. Eakin	Vice President	825 NE Multnomah, Suite 800 Portland, OR 97232
Donald A. Furman	Vice President	700 NE Multnomah, Ste 550 Portland, OR 97232
Thomas J. Imeson	Vice President	825 NE Multnomah, Suite 2000 Portland, OR 97232
Craig N. Longfield	Vice President	825 NE Multnomah, Suite 2000 Portland, OR 97232
Timothy E. Meier	Vice President	825 NE Multnomah, Suite 700 Portland, OR 97232

<b>William E. Peressini</b>	<b>Vice President &amp; Treasurer</b>	<b>825 NE Multnomah, Suite 1900 Portland, OR 97232</b>
<b>Michael J. Pittman</b>	<b>Vice President</b>	<b>825 NE Multnomah, Suite 1800 Portland, OR 97232</b>
<b>Brian D. Sickels</b>	<b>Vice President</b>	<b>830 NE Holladay, Suite 200 Portland, OR 97232</b>
<b>A. Richard Walje</b>	<b>Vice President</b>	<b>825 NE Multnomah, Suite 2000 Portland, OR 97232</b>
<b>Ernest E. Wessman</b>	<b>Vice President</b>	<b>201 South Main, Suite 2100 Salt Lake City, UT 84140</b>
<b>Richard D. Westerberg</b>	<b>Vice President</b>	<b>201 South Main, Suite 2300 Salt Lake City, UT 84140</b>
<b>Lenore M. Martin</b>	<b>Corporate Secretary</b>	<b>825 NE Multnomah, Ste 2000 Portland, OR 97232</b>
<b>Robert R. Dalley</b>	<b>Controller</b>	<b>825 NE Multnomah, Suite 2000 Portland, OR 97232</b>
<b>Marsha E. Carroll</b>	<b>Assistant Secretary</b>	<b>825 NE Multnomah, Suite 1800 Portland, OR 97232</b>
<b>Michael G. Jenkins</b>	<b>Assistant Secretary</b>	<b>201 South Main, Suite 2100 Salt Lake City, UT 84140</b>
<b>John M. Schweitzer</b>	<b>Assistant Secretary</b>	<b>700 NE Multnomah, Suite 950 Portland, OR 97232</b>
<b>John F. Fryer</b>	<b>Assistant Treasurer</b>	<b>825 NE Multnomah, Suite 1900 Portland, OR 97232</b>
<b>Bruce N. Williams</b>	<b>Assistant Treasurer</b>	<b>825 NE Multnomah, Suite 1900 Portland, OR 97232</b>