

No. C 46497	Annual Report Form 1997 <i>Due No Later Than November 30,</i>		2. Registered Agent and Office NOT A P.O. BOX							
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED ** FINAL NOTICE **	1. Mailing Address - Please Correct, If Not Correct BECHTEL POWER CORPORATION M. E. MARTELLO 50 BEALE STREET SAN FRANCISCO CA 94105		C T CORPORATION SYSTEM 300 NORTH SIXTH STREET BOISE ID 83701 3. Organized Under the Laws of: NV C 46497							
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> Managers or <input type="checkbox"/> Members (check one) <table border="0" style="width:100%"> <tr> <td style="width:15%"><u>Office held</u></td> <td style="width:15%"><u>Name</u></td> <td style="width:35%"><u>Street or P.O. Address</u></td> <td style="width:15%"><u>City</u></td> <td style="width:15%"><u>State</u></td> <td style="width:10%"><u>Zip</u></td> </tr> </table> <p style="text-align:center; font-size:1.2em;">SEE ATTACHED</p>					<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>					
5.		6. Signature <u>M.E. Martello</u> Date <u>10/23/97</u> Name (Typed or Printed) <u>M.E. MARTELLO</u> Title <u>Assistant Controller</u> (Authorized Officer)								

ISSUED: 10-04-1997

↓ DO NOT TAPE OR STAPLE ↓

3094

BECHTEL POWER CORPORATION**BPCORP****DIRECTORS AND OFFICERS****Entity Code: E8**

BECHTEL, R. P.	Chairman and Director
GUNTHER, D. J.	Vice Chairman and Director
ZACCARIA, ADRIAN	President and Director
CARTER, J. D.	Executive Vice President and Director
UNRUH, V. P.	Senior Vice President and Director
WOLLEN, W. F.	Senior Vice President, Secretary and Director
LIDL, M. J.	Senior Vice President
MCGUINN, J. F.	Senior Vice President
MEYERS, B. L.	Senior Vice President
PROCTOR, G. C.	Senior Vice President and Treasurer
RUHLAND, L. E.	Senior Vice President
STATTON, T. D.	Senior Vice President
BECKMAN, A. K.	Vice President
BRANNEN, D. L.	Vice President
HAVILAND, R. W.	Vice President
HESS, K. G.	Vice President
HOGG, C. B.	Vice President
JACKSON, R. W.	Vice President
LAMB, R. C.	Vice President
LANGMO, ARMAND	Vice President
LEE, K. Y.	Vice President
MARSH, F. B.	Vice President
MORETON, M. B.	Vice President
OGILVIE, J. S.	Vice President
QUATTROCIOCCHI, D. R.	Vice President
RAU, C. W.	Vice President
REINSCH, E. J.	Vice President
ROEHL, J. S.	Vice President
RUTGERS, J. A.	Vice President
SIEGEL, J. R.	Vice President
WALKER, D. M.	Vice President
STURDEVANT, R. F.	Controller
CHANDLER, CLIVE	Assistant Secretary
GODWIN, R. J.	Assistant Secretary
GOEL, N. P.	Assistant Secretary
LUSHBAUGH, JR., G. L.	Assistant Secretary
MARTELLO, M. E.	Assistant Controller
MILU, J. R.	Assistant Secretary
NAKAMURA, J. R.	Assistant Secretary
OLOFSON, P. J. P.	Assistant Secretary
RUBENSTEIN, R. H.	Assistant Secretary
TOBLER, R. D.	Assistant Secretary
WEST, W. W.	Assistant Secretary

Board of Directors

Authorized	25
Vacancies	19
Quorum	2

**Communications to any of the above Directors and Officers may be addressed
in c/o M. E. Martello at 50 Beale Street, San Francisco, CA 94105**