

BRUCE N. WILLIAMS
Treasurer

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STATE OF WASH.
UTIL. AND TRANSP.
COMMISSION



February 24, 2006

VIA OVERNIGHT MAIL

Washington Utilities and Transportation Commission
Chandler Plaza Building
1300 S. Evergreen Park Drive Southwest
Olympia, Washington 98504-8002
Attn: Carole Washburn
Secretary

**Re: Docket No. UE-940247
Report of Amendments to Credit Enhancement Arrangements
Amended and Restated Standby Bond Purchases Agreements, each dated
as of February 22, 2006, by and among PacifiCorp, the Banks party
thereto and JPMorgan Chase Bank, N.A., as Agent (collectively, the
“Amended and Restated Standby Bond Purchase Agreements”), relating
to the reoffering of certain Pollution Control Revenue Refunding Bonds
(the “Bonds”)**

Dear Commissioners:

Pursuant to the referenced Order, PacifiCorp submits to the Commission one set of verified copies of each of the following documents relating to the referenced credit enhancement arrangements in support of the Bonds:

1. Reoffering Circular dated February 14, 2006
2. Amended and Restated Standby Bond Purchase Agreements for the following Bond issues:
 - (a) \$9,365,000 Carbon County, Utah Pollution Control Revenue Refunding Bonds (PacifiCorp Project) Series 1994
 - (b) \$8,190,000 Converse County, Wyoming Pollution Control Revenue Refunding Bonds (PacifiCorp Project) Series 1994
 - (c) \$15,060,000 Lincoln County, Wyoming Pollution Control Revenue Refunding Bonds (PacifiCorp Project) Series 1994
 - (d) \$40,655,000 Moffat County, Colorado Pollution Control Revenue Refunding Bonds (PacifiCorp Project) Series 1994

- (e) \$21,260,000 Sweetwater County, Wyoming Pollution Control Revenue
Refunding Bonds (PacifiCorp Project) Series 1994

Please note that, because the Amended and Restated Standby Bond Purchase Agreements supercede prior similar arrangements relating to the Bonds, PacifiCorp has not incurred any new obligations or issued any new security in connection with this transaction.

Under penalty of perjury, I declare that I know the contents of the enclosed documents, and they are true, correct, and complete.

Please contact me if you have any questions about this letter or the enclosed documents.

Sincerely,

A handwritten signature in black ink, appearing to read "Bruce N. Williams". The signature is written in a cursive style with a long horizontal flourish at the end.

Bruce N. Williams
Treasurer

Enclosures