

April 23, 2011

***VIA ELECTRONIC FILING
AND OVERNIGHT DELIVERY***

Washington Utilities and Transportation Commission
1300 S. Evergreen Park Drive S.W.
P.O. Box 47250
Olympia, WA 98504-7250

Attention: David W. Danner
Executive Secretary

**RE: Affiliated Interest Filing for BNSF and PacifiCorp
UE-12 _____**

Dear Mr. Danner:

Pursuant to the provisions of RCW 80.16.020 and WAC 480-100-245, PacifiCorp, d.b.a. Pacific Power & Light (Company), files one verified copy of the Right of Way Easement (Easement) between the Company, and BNSF Railway Company (BNSF), Tracking No. 12-45042, a copy of which is included as Attachment A.

PacifiCorp is a wholly-owned, indirect subsidiary of MidAmerican Energy Holdings Company (MEHC). MEHC is a subsidiary of Berkshire Hathaway, Inc. BNSF is also a subsidiary of Berkshire Hathaway, Inc. RCW 80.16.020 includes in its definition of "affiliated interest," "every corporation five percent or more of whose voting securities are owned by any person or corporation owning five percent or more of the voting securities of such public service company or by any person or corporation in any such chain of successive ownership of five percent or more of voting securities." Therefore, Berkshire Hathaway, Inc.'s ownership interest in MEHC and BNSF creates an affiliated interest.

The Company provides retail electric service to BNSF's rail yard located in Klamath Falls, Oregon. BNSF desires to upgrade its service, which will require the installation of a 12 kilovolt overhead distribution line over 145 longitudinal feet of BNSF's property. Without the Easement, the Company's ability to provide adequate, safe and reliable service to its customers would be diminished. This transaction is related to the distribution of electricity service in Oregon and therefore, does not affect Washington rates. Notwithstanding, the Company is providing this notice, out of an abundance of caution, to ensure consistent treatment of affiliate contracts under the requirements of RCW 80.16.

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Typically, BNSF charges from \$3000 to \$5000 for easement agreements of this nature. However, because the Easement is needed so that PacifiCorp can provide electric service to BNSF, there will be no charge for the Easement.

Obtaining the Easement is in the public interest because it allows the Company to install and maintain facilities necessary to provide electric service and to meet its obligation to provide safe and reliable electric service. Not having the Easement would mean that PacifiCorp would not be able to meet its obligation to provide electric service. As the property owner, BNSF is the only entity that can provide this Easement to the Company.

Also included with this filing is a notarized verification from Michelle R. Mishoe, Legal Counsel, PacifiCorp, regarding the License.

Please contact Carla Bird at (503) 813-5269 if you have any questions.

Sincerely,

A handwritten signature in cursive script that reads "William R. Griffith" followed by a stylized flourish.

William R. Griffith
Vice President, Regulation
Pacific Power

Enclosures

WASHINGTON AFFILIATED INTEREST FILING

RIGHT OF WAY EASEMENT

Return to: Pacific Power
1950 Mallard Lane
Klamath Falls, OR 97601

CC#: 11176 WO#: 05640386

Tracking #12-45042

RIGHT OF WAY EASEMENT

For value received, **BNSF RAILWAY COMPANY, a Delaware corporation** (“Grantor”), hereby grants to PacifiCorp, an Oregon corporation, its successors and assigns, (“Grantee”), a perpetual easement for a right of way **145** feet in length, more or less, for the construction, reconstruction, operation, maintenance, repair, replacement, enlargement, and removal of Grantee’s electric power transmission, distribution and communication lines and all necessary or desirable accessories and appurtenances thereto, including without limitation: supporting towers, poles, props, guys and anchor, including guys and anchors outside of the right of way; wires, fibers, cables and other conductors and conduits therefor; and pads, transformers, switches, vaults and cabinets, along the general course now located by Grantee on, over, across or under the surface of the real property of Grantor in **Klamath** County, State of **Oregon**, more particularly described as follows and shown on Exhibit ‘A’ attached hereto and by this reference made a part hereof:

A portion of:

That property described in deed from John W. Cabler (grantor), to Great Northern Railway Company (grantee), recorded May 8, 1931 in book 95, page 231, Klamath County Deed Records, located within the Southeast one-quarter of the Southeast one-quarter of Section 9, Township 39 South, Range 9 East, Willamette Meridian, in the County of Klamath and State of Oregon.

Assessor’s Map No. 39 09 09D

Together with the right of ingress and egress, for Grantee, its contractors, or agents, to the right of way from adjacent lands of Grantor for all activities in connection with the purposes for which this easement has been granted; and together with the present and (without payment therefor) the future right to keep the right of way and adjacent lands clear of all brush, trees, timber, structures, buildings and other hazards which might endanger Grantee’s facilities or impede Grantee’s activities.

At no time shall Grantor place, use or permit any equipment, material or vegetation of any kind that exceeds twelve (12) feet in height, light any fires, place or store any flammable materials (other than agricultural crops), on or within the boundaries of the right of way. Subject to the foregoing limitations, the surface of the right of way may be used for agricultural crops and other purposes not inconsistent, as determined by Grantee, with the purposes for which this easement has been granted.

Prior to entering the Premises, Grantee shall and shall cause its contractor to comply with all Grantor's applicable safety rules and regulations.

Grantee shall notify Grantor's Roadmaster, Randy Searer at 1800 Laverne Avenue, Klamath Falls, OR, telephone 541-880-5639 or 541-892-5639, at least ten (10) business days prior to construction of the Electric Supply Line and prior to entering the Premises for any subsequent maintenance thereon.

The rights and obligations of the parties hereto shall be binding upon and shall benefit their respective heirs, successors and assigns and shall run with the land.

Dated this _____ day of _____, 20____.

BNSF RAILWAY COMPANY

Jones Lang LaSalle Global Services – RR, Inc., its Attorney in Fact

Ed Darter, Vice President – National Accounts

REPRESENTATIVE ACKNOWLEDGEMENT

State of _____ SS.

County of _____

This instrument was acknowledged before me on this ___ day of _____, 2____,

by _____, as _____,
Name of Representative Title of Representative

of _____.
Name of Entity on behalf of whom this instrument was executed

[Seal]

Notary Public

My commission expires: _____

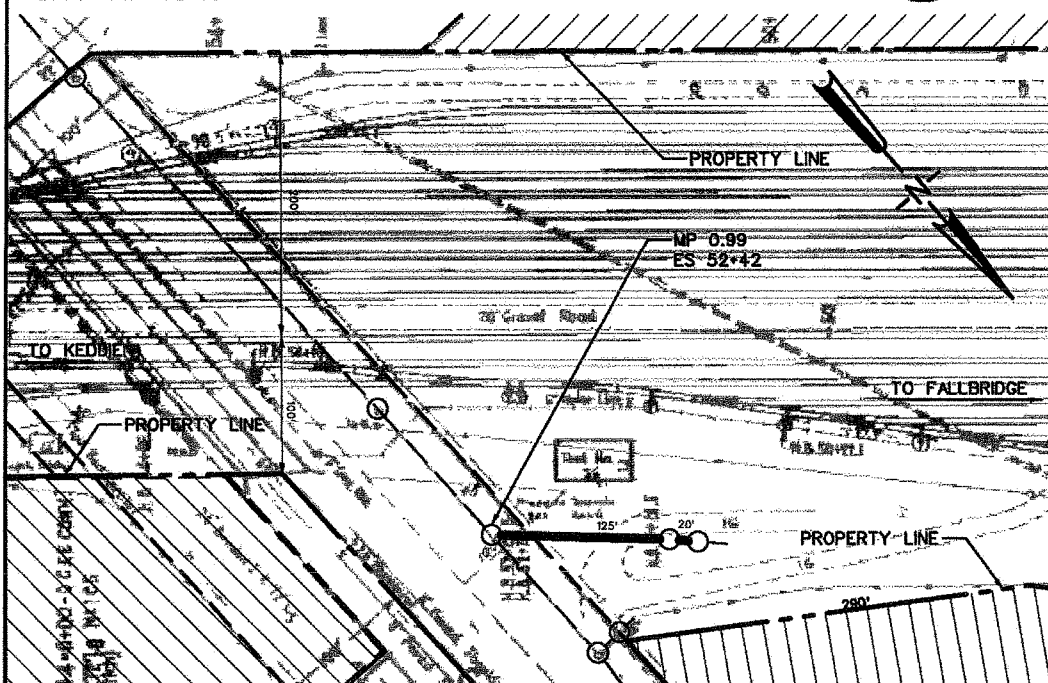
EXHIBIT "A"
 ATTACHED TO CONTRACT BETWEEN
BNSF RAILWAY COMPANY
 AND
PACIFICORP

SCALE: 1 IN. = 100 FT.
 NORTHWEST DIV.
 GATEWAY SUBDIV. L.S. 0055
 DATE 04/04/2012

SECTION: 09.10
 TOWNSHIP: 39S
 RANGE: 09E
 MERIDIAN: WILLM



MAP REF. S52186



NOTE:
 TOTAL LENGTH ON BNSF
 R/W IS 145'.

DESCRIPTION OF WIRES OVER TRACK
 WIRES LOCATED AS SHOWN BOLD

TYPE	NUMBER	VOLTAGE	DISTANCE ABOVE TOP OF RAIL	CLEARANCE RAILWAY COMPANY'S WIRES
ELECTRIC	4	12KV	-	-

AT KLAMATH FALLS
 COUNTY OF KLAMATH

STATE OF OR

JHL

DRAWING NO. 1-54531

WASHINGTON AFFILIATED INTEREST FILING


VERIFICATION

VERIFICATION

I, Michelle R. Mishoe, am legal counsel PacifiCorp and am authorized to make this verification on its behalf. Based on my personal knowledge about the attached Right of Way Easement, I verify that the Right of Way Easement is a true and accurate copy of the original.

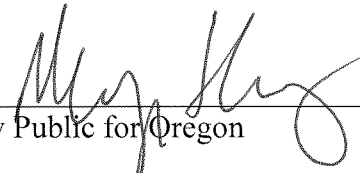
I declare upon the penalty of perjury, that the foregoing is true and correct.

Executed on April 23, 2012 at Portland, Oregon.



Michelle R. Mishoe
Legal Counsel
Pacific Power

Subscribed and sworn to me on this 23 day of April, 2012.



Notary Public for Oregon

My Commission expires: May 17, 2015

