

BEFORE THE WASHINGTON UTILITIES AND
TRANSPORTATION COMMISSION

In the matter of the Petition of

Bonneville Power Administration
for Declaratory Order
Disclaiming Jurisdiction

Docket No. U-040088

THIRD DOCUMENTS DECLARATION OF
MARC R. GREENOUGH

MARC R. GREENOUGH declares as follows:

1. I am the attorney for Bonneville Power Administration (“Bonneville”) in the above-captioned matter.

2. Attached as Exhibit A to this declaration is a true and correct copy of the “no-action” letter faxed by the staff of the Securities and Exchange Commission in response to Bonneville’s request for confirmation that neither the SPE nor the Trustee (each as defined in the above-referenced petition) is an “electric utility company” within the meaning of Section 2(a)(3) of the Public Utility Holding Company Act of 1935, 15 U.S.C. § 79

I declare under penalty of perjury under the laws of the State of Washington that the foregoing is true and correct.

Marc R. Greenough, WSBA No. 24427

Dated: February _____, 2004

EXHIBIT A

SEC "NO-ACTION" LETTER