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BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH

IN THE MATTER OF US MAGNESIUM :
LLC FOR APPROVAL OF A CONTRACT :
FOR THE SALE OF CAPACITY AND : Docket No. 03-035-38
ENERGY FROM ITS EXISTING :
PROPOSED QF FACILITIES : **MOTION FOR PROTECTIVE ORDER**

PacifiCorp, doing business as Utah Power & Light Co, (“PacifiCorp” or the “Company”), hereby moves the Commission to enter a Protective Order in this docket, in the form attached hereto. The grounds for this motion are as follows:

1. It is anticipated that the parties will engage in discovery and submit testimony that may request the production of information that is proprietary in nature. The entry of the proposed Protective Order will expedite and facilitate the exchange of information by the parties, by affording protection to valuable confidential, trade secret, and proprietary business information.

2. The entry of the proposed Protective Order will also afford protection to the Commission, as well as parties who might review the information and subsequently be requested to reveal its contents, inasmuch as the proposed Protective Order sets forth clear parameters for use of confidential information.

3. The entry of the proposed Protective Order will enable the Commission to adequately review the information that is provided pursuant to the Protective Order so that it may have sufficient information upon which to make decisions.

4. The proposed Protective Order is fair and equitable to all parties.

5. The proposed Protective Order is in the same form as the Revised Protective Order entered by the Commission in Docket No. 04-035-30 on June 21, 2004.

Based on the foregoing PacifiCorp requests that the Commission enter the Protective Order in the form attached hereto.

RESPECTFULLY SUBMITTED THIS 2nd day of August 2004.

By _____

Edward A. Hunter

David L. Elmont

STOEL RIVES LLP

Attorneys for PacifiCorp

CERTIFICATE OF SERVICE

I hereby certify that on this 2nd day of August 2004, I caused to be served, via electronic mail and U.S. mail, postage prepaid, a true and correct copy of the foregoing **MOTION FOR PROTECTIVE ORDER** on the following:

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