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June 28, 2012

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

Gary Widerburg
Commission Secretary
Public Service Commission of Utah
Heber M. Wells Building, 4th Floor
160 East 300 South
Salt Lake City, Utah 84111

Re: PacifiCorp Notice of Affiliate Transaction
Docket No. 05-035-54

Dear Mr. Widerburg:

Pursuant to Commitment U3(2), incorporated in the Public Service Commission of Utah's *Report and Order* approving the *Acquisition of PacifiCorp by MidAmerican Energy Holdings Company*, issued January 27, 2006, as amended March 14, 2006, and June 5, 2006, Rocky Mountain Power hereby provides notice of an affiliate interest transaction with Wells Fargo Bank, N.A. and Wells Fargo Securities, LLC (Wells Fargo). As detailed in PacifiCorp's June 5, 2012 and June 19, 2012 filings, PacifiCorp selected Wells Fargo as one of six lead arrangers that will be engaged to assist PacifiCorp in arranging two new credit agreements. PacifiCorp has previously provided the Commission with the forms of a Fee Letter, Joinder Agreement and other agreements related to Wells Fargo's services for the two expected credit agreements.

Included with this filing as Confidential Attachment A is a draft form of the first credit agreement. This Confidential Attachment contains commercially-sensitive information and is marked Confidential and submitted on yellow paper. The Company requests that it be filed under seal. This document contains a "draft" designation, which will be removed prior to execution. No material changes are expected to the terms and conditions of this credit agreement.

PacifiCorp is a wholly-owned, indirect subsidiary of MidAmerican Energy Holdings Company (MEHC). MEHC is a subsidiary of Berkshire Hathaway, Inc (Berkshire Hathaway). As of March 31, 2010, Warren E. Buffet (an individual who may be deemed to control Berkshire Hathaway), Berkshire Hathaway, various subsidiaries of Berkshire Hathaway and various employee benefit plans of Berkshire Hathaway subsidiaries together held an interest in excess of 5 percent in Wells Fargo common stock. Therefore, Berkshire Hathaway's ownership interest in Wells Fargo may create an affiliated interest in some PacifiCorp jurisdictions.

As noted in the June 4, 2012 filing, PacifiCorp intends to enter into two new revolving credit agreements over the next nine to twelve months as part of an overall plan to replace

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existing facilities that expire over the same approximate time period. Confidential Attachment A is the first of the two expected credit agreements. This agreement will allow PacifiCorp to borrow up to \$600 million through the period ending June 2017, subject to agreed upon extensions.

As a public utility, the Company is expected to acquire, construct, improve, and maintain sufficient utility facilities to serve its customers adequately and reliably at reasonable cost. Revolving credit agreements and borrowings thereunder are part of a program to finance the Company's facilities taking into consideration prudent capital ratios, earning coverage tests and market uncertainties as to the relative merits of the various types of securities the Company could sell. Accordingly, the transaction which Wells Fargo will be a party to is consistent with the public interest.

Please do not hesitate to contact me if you have any questions.

Best Regards,

A handwritten signature in blue ink that reads "Mark C. Moench". The signature is fluid and cursive, with a long horizontal flourish extending to the right.

Mark C. Moench
Senior Vice President and General Counsel
PacifiCorp

Enclosures

cc: Chris Parker, DPU
Michele Beck, OCS