



Exhibit 2.4

Date:	Fri, 9 Dec 2005 07:52:02 -0800 (PST)
From:	"ROGER SWENSON" <roger.swenson@prodigy.net>  View Contact Details  Add Mobile Alert
Subject:	Desert Power System Upgrade
To:	"Larry Soderquist" <larry.soderquist@pacificorp.com>
CC:	"Charles Darling" <charlesdarling@dqholdings.com>, "Rob Shepard" <rshepard@proenergyservices.com>, "Catherine M. Fonfara" <cmfonfara@dqholdings.com>

Larry,

I want to make sure that you have all information from both Desert Power and US Magnesium for the engineering and design work to be completed. I got the sense that you have everything that is required with the last conference call we had when someone in your Salt Lake Office go to a file to get the exact size of the generators at the US Mag site. If there is anything else please let me know so that I can be pushing for any other critical information.

Concerning the idea that we discussed of using an outside contractor to do some of the upgrade engineering and design work for the Pacificorp owned portion, it seems like your staff has enough of a backlog of work at this point and if we can ease up that workload by using an outside design and engineering firm it would make a lot of sense. We were wondering if you have a list of approved engineering contractors. We would like to see if there are firms that the SEGA firm has worked with on projects before. Also, SEGA has done work for Mid-America before and would like to be considered as a potential electrical engineering contractor for the work if it will not add to the delay to become an approved contractor to PacifiCorp. Of course as I mentioned we understand that any work that would be done would be subject to PacifiCorp oversight and approval.

Charles Darling also mentioned to me that there was a reference in the letter that was sent with the upgrade agreement that discussed the idea of beginning the "process" of executing the interconnection agreement. I wasn't sure what was meant concerning the process and wondered what we need to be doing at this point. We would like to be moving along parallel tracks as much as we can if possible. So if there is a document that we need to be reviewing we would like to be working on that as we move through final engineering.

Thanks