

*fm*

RECEIVED

'88 AUG -1 P5:09

UTAH PUBLIC  
SERVICE COMMISSION

Andrew W. Buffmire, Esq.  
William P. Schwartz, Esq.  
Jesse C. Trentadue, Esq.  
HANSEN & ANDERSON  
Valley Tower Building, Suite 600  
50 West Broadway  
Salt Lake City, Utah 84101  
Telephone: (801) 532-7520

Peter J.P. Brickfield, Esq.  
Kenneth G. Hurwitz, Esq.  
RITTS, BRICKFIELD & KAUFMAN  
Watergate 600 Building, Suite 915  
600 New Hampshire Avenue, N.W.  
Washington, D.C. 20037  
Telephone: (202) 342-0800

Attorneys for Nucor Steel

**BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH**

In the Matter of the Application )  
of UTAH POWER & LIGHT COMPANY )  
and PC/UP&L MERGING CORP. (to be )  
renamed PACIFICORP) for an Order )  
Authorizing the Merger of UTAH )  
POWER & LIGHT COMPANY and )  
PACIFICORP into PC/UP&L MERGING )  
CORP. Authorizing the Issuance )  
of Securities, Adoption of Tariffs )  
and Transfer of Certificates of )  
Public Convenience and Necessity )  
and Authorities in Connection )  
Therewith. )

Case No. 87-035-27

**APPLICATION FOR  
REVIEW OR REHEARING**

Intervenor, Nucor Steel, a division of Nucor Corporation (hereinafter "Nucor"), hereby applies for review or rehearing of the Commission's initial order dated July 11, 1988, approving and authorizing applicant's request for approval and authorization to merge Utah Power & Light Company and PacifiCorp into PC/UP&L Merging Corp.

### BASIS FOR NUCOR'S APPLICATION

Under applicable Utah law a party, stockholder, bondholder or other person pecuniarily interested in a public utility who is dissatisfied with an order of the Commission is required to apply for rehearing before seeking judicial review of the Commission's action. Utah Code Ann. § 54-7-15. In order to satisfy the requirements of Utah law and to preserve its right to appeal, Nucor files this application.

In support of its application Nucor urges that the applicants failed to meet their burden of demonstrating that the merger, as proposed by the applicants, is in the public interest. Nucor also claims that the initial order as issued, fails to meet the requirements of Utah law and is insufficient on its face.

Nucor may have additional grounds for contesting the Commission's order. However, because the order neither specified the conditions of the Commission's approval nor set forth findings of fact or conclusions of law in support thereof, it is not possible for Nucor at this point in time to identify with specificity any further objections that it may have to the order as issued. Nucor therefore reserves the right to present additional grounds for support of this application subsequent to the issuance of the Commission's final order in this proceeding.

### CONCLUSION

For the foregoing reasons Nucor respectfully requests that the Commission reconsider its initial order dated July 11, 1988, and that the Commission order a rehearing of its approval and authorization to merge Utah Power & Light Company and PacifiCorp into PC/UP&L Merging Corp.

Respectfully submitted this 1st day of August, 1988.

RITTS, BRICKFIELD & KAUFMAN

HANSEN & ANDERSON

By Kenneth G. Hurwitz  
Peter J.P. Brickfield  
Kenneth G. Hurwitz

Watergate Six Hundred Building  
600 New Hampshire, N.W., Suite 915  
Washington, D.C. 20037-2474  
Telephone: (202) 342-0800

By Andrew W. Buffmire  
Andrew W. Buffmire  
William P. Schwartz  
Jesse C. Trentadue

Valley Tower Building, Suite 600  
50 West Broadway  
Salt Lake City, Utah 84101  
Telephone: (801) 532-7520

COUNSEL FOR NUCOR STEEL, A DIVISION OF NUCOR CORPORATION

Andrew W. Buffmire, Esq.  
William P. Schwartz, Esq.  
Jesse C. Trentadue, Esq.  
HANSEN & ANDERSON  
Valley Tower Building, Suite 600  
50 West Broadway  
Salt Lake City, Utah 84101  
Telephone: (801) 532-7520

Peter J.P. Brickfield, Esq.  
Kenneth G. Hurwitz, Esq.  
RITTS, BRICKFIELD & KAUFMAN  
Watergate 600 Building, Suite 915  
600 New Hampshire Avenue, N.W.  
Washington, D.C. 20037  
Telephone: (202) 342-0800

Attorneys for Nucor Steel

**BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH**

In the Matter of the Application )  
of UTAH POWER & LIGHT COMPANY )  
and PC/UP&L MERGING CORP. (to be )  
renamed PACIFICORP) for an Order )  
Authorizing the Merger of UTAH )  
POWER & LIGHT COMPANY and )  
PACIFICORP into PC/UP&L MERGING )  
CORP. Authorizing the Issuance )  
of Securities, Adoption of Tariffs )  
and Transfer of Certificates of )  
Public Convenience and Necessity )  
and Authorities in Connection )  
Therewith. )

Case No. 87-035-27

**CERTIFICATE OF SERVICE**

On this 1st day of August, 1988, I hereby certify that I caused to be mailed via United States first-class mail, postage prepaid, a true and accurate copy of the APPLICATION FOR REVIEW OR REHEARING of Nucor Steel, to the parties listed below:

Raymond W. Gee, Esq.  
KIRTON, McCONKIE & BUSHNELL  
330 South 300 East  
Salt Lake City, Utah 84111

Michael Ginsberg, Esq.  
Assistant Attorney General  
State Capitol Building  
Salt Lake City, Utah 84114

Donald B. Holbrook, Esq.  
Calvin L. Rampton, Esq.  
Ronald J. Ockey, Esq.  
L.R. Curtis, Esq.  
JONES, WALDO, HOLBROOK & McDONOUGH  
1500 First Interstate Building  
170 South Main Street  
Salt Lake City, Utah 84101

F. Robert Reeder, Esq.  
Val R. Antczak, Esq.  
PARSONS, BEHLE & LATIMER  
185 South State Street, Suite 700  
Post Office Box 11898  
Salt Lake City, Utah 84147-0898

James A. Holtkamp, Esq.  
VAN COTT BAGLEY CORNWALL & McCARTHY  
50 South Main Street, Suite 1600  
Post Office Box 45340  
Salt Lake City, Utah 84145

Richard W. Giauque, Esq.  
Gregory P. Williams, Esq.  
Gary F. Bendinger, Esq.  
GIAUQUE, WILLIAMS, WILCOX & BENDINGER  
500 Kearns Building  
136 South Main Street  
Salt Lake City, Utah 84101

Robert S. Campbell, Esq.  
Gregory S. Monson, Esq.  
WATKISS & CAMPBELL  
310 South Main Street, 12th Floor  
Salt Lake City, Utah 84101

Lynn W. Mitton, Esq.  
F. Elgin Ward, Esq.  
DESERET GENERATION & TRANSMISSION  
8722 South 300 West  
Sandy, Utah 84070

Sandy Mooy, Esq.  
Assistant Attorney General  
State Capitol Building  
Salt Lake City, Utah 84114

A. Wally Sandack, Esq.  
SANDACK & SANDACK  
370 East 500 South  
Salt Lake City, Utah 84111

Mr. Sidney G. Baucom  
Mr. Thomas W. Forsgren  
Mr. Edward A. Hunter Jr.  
UTAH POWER & LIGHT COMPANY  
1407 West North Temple Street  
Post Office Box 899  
Salt Lake City, Utah 84110

Stephen R. Randle, Esq.  
UNGRICHT, RANDLE & DEAMER  
520 Boston Building  
9 Exchange Place  
Salt Lake City, Utah 84111

Dale A. Kimball, Esq.  
Gary A. Dodge, Esq.  
KIMBALL, PARR, CROCKETT & WADDOUPS  
185 South State Street, Suite 1300  
Post Office Box 11019  
Salt Lake City, Utah 84147

David S. Christensen, Esq.  
Assistant Attorney General  
236 State Capitol Building  
Salt Lake City, Utah 84114

Donald R. Allen, Esq.  
John P. Williams, Esq.  
DUNCAN, ALLEN & MITCHELL  
1575 Eye Street, N.W.  
Washington, D.C. 20005

Roger Cutler, Esq.  
Salt Lake City Attorney  
324 South State Street  
Salt Lake City, Utah 84111

George M. Galloway, Esq.  
James Fell, Esq.  
STOEL, RIVES, BOLEY, JONES & GREY  
900 S.W. Fifth Avenue  
Portland, Oregon 97204

Paul T. Morris, Esq.  
West Valley City Attorney  
Mr. I. Robert Wall  
UTAH POWER POWER CO-OP  
2470 South Redwood Road  
West Valley City, Utah 84119

Charles F. McDevitt, Esq.  
Suite 200, Park Place  
277 North 6th Street  
Boise, Idaho 83702

John R. Morris, Esq.  
LeBOEUF, LAMB, LEIBY & MacRAE  
1000 Kearns Building  
136 South Main Street  
Salt Lake City, Utah 84101

Ms. Salli Barash  
WILLKIE, FARR & GALLAGHER  
1 Citi Corp Center  
153 East 53rd Street  
New York, New York 10022

James S. Jardine, Esq.  
RAY, QUINNEY & NEBEKER  
400 Deseret Building  
79 South Main Street  
Post Office Box 45385  
Salt Lake City, Utah 84145-0385

Charles M. Darling IV, Esq.  
J. Patrick Berry, Esq.  
Ms. Sheryl S. Hendrickson  
BAKER & BOTTS  
555 West 13th Street, N.W.  
Suite 500 East  
Washington, D.C. 20004-1104

Mr. Fredric D. Reed  
Senior Vice President  
PACIFIC POWER & LIGHT COMPANY  
902 S.W. Sixth Avenue  
Portland, Oregon 97204

Ms. Alice Ritter Burns  
Cedar City Attorney  
110 North Main Street  
Post Office Box 249  
Cedar City, Utah 84720

Peter J.P. Brickfield, Esq.  
Kenneth G. Hurwitz, Esq.  
RITTS, BRICKFIELD & KAUFMAN  
Watergate Six Hundred Bldg., Suite 915  
600 New Hampshire, N.W.  
Washington, D.C. 20037

Wesley F. Merrill, Esq.  
109 North Arthur Spaulding Building  
Pocatello, Idaho 83204

Mr. L. Christian Hauck  
COLORADO UTE ELECTRIC ASSOCIATION  
Post Office Box 1149  
Montrose, Colorado 81402

Glen J. Ellis, Esq.  
Dean B. Ellis, Esq.  
60 East 100 South, Suite 102  
Post Office Box 1097  
Provo, Utah 84603

Mr. Edwin E. Blaney  
Salt Lake County Council of Governments  
420 West 1500 South, Suite 100  
Bountiful, Utah 84010

Ms. Kathryn T. Whalen  
BENNETT, HARTMAN, TAUMAN & REYNOLDS  
One S.W. Columbia, Suite 1450  
Portland, Oregon 97258

Mr. Robert J. Grow  
Basic Manufacturing and Technologies  
of Utah dba Geneva Steel  
Post Office Box 2500  
Provo, Utah 84603

Ms. Myrna J. Walters  
Idaho Public Utilities Commission  
Statehouse Mail  
Boise, Idaho 83720

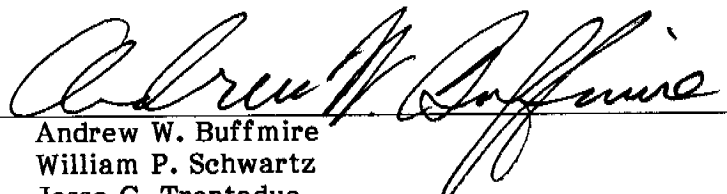
Michael S. Gilmore, Esq.  
Ms. Lori Mann  
Deputy Attorneys General  
Idaho Public Utilities Commission  
Statehouse Mail  
Boise, Idaho 83720

Chris L. Engstrom, Esq.  
Washington City Attorney  
SNOW, NUFFER, ENGSTROM & DRAKE  
90 East 200 North  
St. George, Utah 84770

DATED this 1st day of August, 1988.

HANSEN & ANDERSON

By



Andrew W. Buffmire  
William P. Schwartz  
Jesse C. Trentadue  
Attorneys for Nucor Steel