

RECEIVED

'88 APR -1 P4:32

UTAH PUBLIC
SERVICE COMMISSION

Donald R. Allen, Esq.
John P. Williams, Esq.
DUNCAN, ALLEN AND MITCHELL
1575 Eye Street, N.W.
Washington, D.C. 20005
Telephone: (202) 289-8400

Dale A. Kimball, Esq.
Gary A. Dodge, Esq.
Jill A. Niederhauser
KIMBALL, PARR, CROCKETT & WADDOUPS
185 South State Street
Suite 1300
P.O. Box 11019
Salt Lake City, Utah 84147
Telephone: (801) 532-7840

Attorneys for Intervenor Colorado
River Energy Distributors Association, Inc.

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) NOTICE OF CREDA'S
AUTHORIZING THE MERGER OF UTAH) WITHDRAWAL
POWER & LIGHT COMPANY AND)
PACIFICORP INTO PC/UP&L MERGING)
CORP. AND AUTHORIZING THE ISSUANCE)
OF SECURITIES, ADOPTION OF TARIFFS,)
AND TRANSFER OF CERTIFICATES OF)
PUBLIC CONVENIENCE AND NECESSITY)
AND AUTHORITIES IN CONNECTION)
THEREWITH.)

The Colorado River Energy Distributors Association,
Inc. ("CREDA"), by and through its undersigned counsel, hereby
gives notice that it is withdrawing as an intervenor in the
above-captioned proceeding. While CREDA's position regarding

the proposed merger has not changed, CREDA's Board of Directors has decided not to participate further in this proceeding.

DATED this 15th day of April, 1988.

KIMBALL, PARR, CROCKETT & WADDOUPS

Jill A. Niederhauser
Jill A. Niederhauser

DUNCAN, ALLEN & MITCHELL

Donald R. Allen
Donald R. Allen

CERTIFICATE OF SERVICE

I hereby certify that I have this day served the foregoing document upon the persons shown on Exhibit A by mailing a copy thereof via United States Mail, properly addressed and postage prepaid.

DATED at Salt Lake City, Utah, this 1st day of April, 1988.

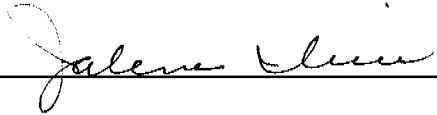


EXHIBIT A

Sidney G. Baucom, Esq.
Thomas W. Forsgren, Esq.
Edward A. Hunter, Jr.
Utah Power & Light Company
1407 West North Temple
Salt Lake City, Utah 84140

George M. Galloway, Esq.
Stoel Rives Boley Jones & Grey
(PC/UP&L Merging Corp.)
Suite 2300
900 S.W. Fifth Avenue
Portland, Oregon 97204

Dale A. Kimball, Esq.
Gary A. Dodge, Esq.
Kimball, Parr, Crockett & Waddoups
(UMPA, CREDA)
185 South State, Suite 1300
P. O. Box 11019
Salt Lake City, Utah 84147

Donald R. Allen, Esq.
John P. Williams, Esq.
Duncan, Allen & Mitchell
(UMPA, CREDA)
1575 Eye Street, N.W.
Washington, D.C. 20005

F. Robert Reeder, Esq.
Val R. Antczak, Esq.
Parsons, Behle & Latimer
(Kennecott Copper Corporation et al.)
185 South State, Suite 700
P. O. Box 11898
Salt Lake City, Utah 84147-0898

Robert S. Campbell, Jr.
Gregory B. Monson, Esq.
Watkiss & Campbell
(PC/UP&L Merging Corp.)
310 South Main, Suite 1200
Salt Lake City, Utah 84101

Donald B. Holbrook, Esq.
Calvin L. Rampton, Esq.
Ronald J. Ockey, Esq.
L. R. Curtis, Jr.
Jones, Waldo, Holbrook & McDonough
(Utility Shareholders Association of Utah)
1500 First Interstate Plaza
Salt Lake City, Utah 84101

Raymond W. Gee, Esq.
Kirton, McConkie & Bushnell
(Utah Farm Bureau Federation)
330 South 3rd East
Salt Lake City, Utah 84111

A. Wally Sandack, Esq.
(UMWA District 22)
370 East Fifth South
Salt Lake City, Utah 84111

James A. Holtkamp, Esq.
(UAMPS)
Van Cott, Bagley, Cornwall
& McCarthy
50 South Main St., Suite 1600
Salt Lake City, Utah 84144

John Morris, Esq.
LeBoeuf, Lamb, Leiby & MacRae
136 South main, Suite 1000
Salt Lake City, Utah 84101

Michael Ginsberg, Esq.
Division of Public Utilities
Assistant Attorney General
130 State Capitol Building
Salt Lake City, Utah 84114

Sandy Mooy, Esq.
Committee of Consumer Services
Assistant Attorney General
124 State Capitol Building
Salt Lake City, Utah 84114

F. Elgin Ward
Lynn W. Mitton
Deseret Generation &
Transmission
8722 South 300 West
Sandy, Utah 84070

Robert Wall, Esq.
Utah Public Power Co-op
2470 South Redwood Road
West Valley City, Utah 84119

L. Christian Hauck
Colorado Ute Electric Assc.
P. O. Box 1149
Montrose, Colorado 81402

Salli Barash, Esq.
Wilkie, Farr & Gallagher
1 Citi Corp Center
153 East 53rd Street
New York, NY 10022

Michael S. Gilmore, Esq.
Idaho Public Utility Commission
Deputy Attorney General
State House Mail
Boise, ID 83720

Rodger Cutler, Esq.
Salt Lake City Attorney
324 South State Street
Salt lake City, UT 84111

Chris L. Engstrom, Esq.
Attorney for Washington City
90 East 200 North
P. O. Box 400
St. George, Ut 84770

Stephen R. Randle, Esq.
Ungricht, Randle & Deamer
520 Boston Building
Salt Lake City, UT 84111

Alice Ritter Burns, Esq.
Cedar City Corporation
P. O. Box 249
Cedar City, UT 84720

Glen J. Ellis, Esq.
Dean B. Ellis, Esq.
60 East 100 South
Suite 102
P. O. Box 1097
Provo, UT 84603

Kathryn T. Whalen, Esq.
Bennett, Hartman, Tauman & Reynolds
Suite 1450
One S.W. Columbia
Portland, OR 97258

Utah Energy Office
3 Triad Center, #450
Salt Lake City, UT 84180-1204

Charles M. Darling, IV
Baker & Botts
(AMAX Magnesium Corp.)
555 13th Street, N.W.
Suite 500 East
Washington, D.C. 20004-1109

Gerald D. Conder
Conder and Wangsgard
(AMAX Magnesium Corp.)
4059 South 4000 West
West Valley City, UT 84120-4099

Mr. Jay Bowcutt, Controller
Nucor Steel/Utah Division
P. O. Box 488
Plymouth, UT 84330

Andrew W. Buffmire, Esq.
William P. Schwartz, Esq.
HANSEN & ANDERSON
50 West Broadway, Suite 600
Salt Lake City, Utah 84101

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