

Five

RECEIVED

'87 NOV 12 P4:18

THOMAS W. FORSGREN, Bar No. 1104
Attorney for Utah Power &
Light Company
1407 West North Temple
Salt Lake City, Utah 84116

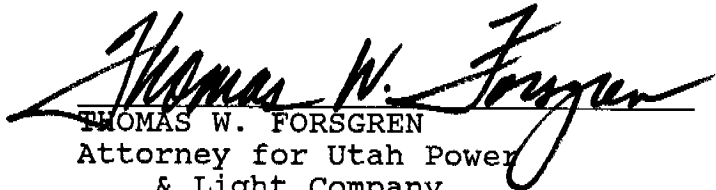
UTAH PUBLIC
SERVICE COMMISSION

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	:	<u>SUBMISSION</u>
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	:	Case No. 87-035-27
PUBLIC CONVENIENCE AND NECESSITY	:	
AND AUTHORITIES IN CONNECTION	:	
THEREWITH	:	

Submitted herewith please find a copy of the Joint Proxy Statement/Prospectus of PacifiCorp, Utah Power & Light Company and PC/UP&L Merging Corp. (to be renamed PacifiCorp) which is identified as Exhibit "U" in the Application filed herein.

DATED this 12th day of November, 1987.


 THOMAS W. FORSGREN
 Attorney for Utah Power
 & Light Company
 1407 West North Temple
 Salt Lake City, Utah 84140

Sidney G. Baucom
Thomas W. Forsgren
Edward A. Hunter, Jr.
1407 West North Temple
Salt Lake City, Utah 84140
Telephone: (801) 220-4250

Attorneys for Utah Power &
Light Company

Robert S. Campbell
Gregory B. Monson
Watkiss & Campbell
310 South Main Street
Twelfth Floor
Salt Lake City, Utah 84101
Telephone: (801) 363-3300

George M. Galloway
Stoel Rives Boley Jones &
Grey
Suite 2300
900 S.W. Fifth Avenue
Portland, Oregon 97204
Telephone: (503) 224-3380

Attorneys for PC/UP&L
Merging Corp.

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. AND AUTHORIZING THE ISSUANCE)
OF SECURITIES, ADOPTION OF TARIFFS,)
AND TRANSFER OF CERTIFICATES OF)
PUBLIC CONVENIENCE AND NECESSITY)
AND AUTHORITIES IN CONNECTION)
THEREWITH.)

CERTIFICATE OF SERVICE

Case No. 87-035-27

I hereby certify that I mailed a true and correct copy of the foregoing Joint Proxy Statement/Prospectus of PacifiCorp, Utah Power & Light Company and PC/UP&L Merging Corp. (to be renamed PacifiCorp) to the following, by placing the same in the United States mail, postage prepaid, this 12th day of November, 1987:

Raymond W. Gee
330 South Third East
Salt Lake City, Utah 84111

Donald B. Holbrook
Calvin L. Rampton
Ronald J. Ockey
1500 First Interstate Plaza
170 South Main
Salt Lake City, Utah 84101

Michael Ginsberg
Assistant Attorney General
State Capital Building
Salt Lake City, Utah 84114

Sandy Mooy
Assistant Attorney General
State Capital Building
Salt Lake City, Utah 84114

A. Wally Sandack, Esq.
Attorney at Law
370 East Fifth South
Salt Lake City, Utah 84111

Alice Ritter Burns
Cedar City Attorney
110 N. Main Street
P.O. Box 249
Cedar City, Utah 84720

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

Chris L. Engstrom
Snow, Nuffer, Engstrom &
Drake
Washington City Attorney
90 East 200 North
St. George, Utah 84770

Stephen Randle
Ungricht, Rnadle & Deamer
520 Boston Building
Salt Lake City, Utah 84111

Dale A. Kimball, Esq.
Gary A. Dodge, Esq.
Kimball, Parr, Crockett &
Waddoups
185 South State Street
P.O. Box 11019
Salt Lake City, Utah 84147

David Christensen
Assistant Attorney General
State Capital Building
Salt Lake City, Utah 84114

F. Robert Reeder, Esq.
Val R. Antczak
Parsons, Behle & Latimer
185 So. State Street, Suite 700
P.O. Box 11898
Salt Lake City, Utah 84147-0898

Myrna J. Walters, Secretary
Idaho Public Utilities
Commission
Statehouse Mail
Bosie, Idaho 83720

Paul T. Morris
West Valley City Attorney
I. Robert Wall
2470 South Redwood Road
West Valley, Utah 84119

James A. Holtkamp
Van Cott, Bagley, Cronwall &
McCarthy
50 South Main, Suite 1600
P.O. 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
Salt Lake City, Utah 84101

Lynn W. Mitton, Esq.
Attorney at Law
8722 South 300 West
Sandy, Utah 84070

Ronald R. Allen, Esq.
John P. Williams, Esq.
Duncan, Allen & Mitchell
1575 Eye Street, N.W.
Washington, D.C. 20005

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

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

Helen Richter
