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VIA ELECTRONIC FILING

Gary Widerburg
Commission Administrator
Public Service Commission of Utah
Heber M. Wells Building, 4th Floor
160 East 300 South
Salt Lake City, Utah 84111-2305

Re: PacifiCorp Notice of Affiliate Transaction PacifiCorp and BNSF Railway Company
Docket Nos. 24-999-01 and 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, PacifiCorp hereby provides notice of an affiliated interest transaction the BNSF Railway Company (“BNSF”).

PacifiCorp entered into an agreement with BNSF for a Consent, Non-Disturbance and Recognition Agreement (the “Agreement”) that will benefit PacifiCorp and its customer Amazon Data Services, Inc. (“ADS”), an entity that is also a party to the Agreement. ADS owns certain property in Umatilla County, Oregon. PacifiCorp has an exclusive easement for a substation and is acquiring other powerline easements on this ADS property.

On land adjacent to the ADS property BNSF holds an existing lease for a microwave tower site, together with other rights, such as erecting and maintaining power line(s) over and across nearby lands including ADS property, along with the rights of ingress and egress. As such these BNSF senior rights could negatively affect PacifiCorp assets should BNSF choose to exercise them and make PacifiCorp move infrastructure. This Agreement is necessary then to secure BNSF’s recognition of and commitment to not disturbing the rights of PacifiCorp and ADS. The attachment contains commercially sensitive information that could expose PacifiCorp and BNSF to competitive injury if disclosure is unrestricted. A true and correct copy of the proposed Agreement is included with this Notice as Confidential Attachment A and PacifiCorp requests that it be treated as confidential.

PacifiCorp is a wholly-owned indirect subsidiary of Berkshire Hathaway Energy Company, which is a subsidiary of Berkshire Hathaway Inc. BNSF is also a subsidiary of Berkshire Hathaway Inc., thus creating an affiliated interest relationship between PacifiCorp and BNSF.

Any compensation that BNSF may seek for consenting to the Agreement's terms ADS will be responsible for paying without recompense from PacifiCorp. Entering into the Agreement is in the public interest because it secures PacifiCorp ability to carry out work at the ADS property without undue interference or delays. Without the Agreement, PacifiCorp cannot reasonably assure it can meet its obligation to provide safe and reliable electric service. As the senior rights holder, BNSF is the only entity that can through the Agreement provide this assurance to PacifiCorp.

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

Sincerely,

A handwritten signature in blue ink that reads "Timothy K. Clark". The signature is written in a cursive style and is contained within a thin black rectangular border.

Timothy K. Clark
Assistant General Counsel
PacifiCorp

Enclosure:

Confidential Attachment A.pdf

cc: Chris Parker, DPU
Michele Beck, OCS

CONFIDENTIAL ATTACHMENT A

IS CONFIDENTIAL IN ITS ENTIRETY
AND IS PROVIDED UNDER SEPARATE COVER