

2012-003858

Klamath County, Oregon



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04/13/2012 09:10:10 AM

Fee: \$52.00

**RECORDING COVER SHEET
PROVIDED PURSUANT TO ORS 205.234**

AFTER RECORDING RETURN TO:

First American Title
560 South 300 East
Salt Lake City, Utah 84111
Attn: Anna Irons

TITLE OF TRANSACTION(S):

Memorandum of Additional Bonds under 25th Supplemental Indenture

DIRECT PARTY / GRANTOR & ADDRESS:

PACIFICORP
825 NE Multnomah
Portland, Oregon 97232

INDIRECT PARTY / GRANTEE & ADDRESS:

THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A. (as successor to The
Bank of New York Mellon)
700 S. Flower Street, Suite 500,
Los Angeles, California 90017

ADDITIONAL INDIRECT PARTY & ADDRESS:

N/A

**UNTIL A CHANGE REQUESTED ALL TAX STATEMENTS SHALL
BE SENT TO THE FOLLOWING ADDRESS:**

PACIFICORP
825 NE Multnomah
Portland, Oregon 97232

TRUE AND ACTUAL CONSIDERATION:

N/A

TAX ACCOUNT OR TAX PROPERTY IDENTIFICATION:

_____, _____
_____, _____

DOCUMENTS REQUIRING A REFERENCE NUMBER:

N/A

When recorded mail to:

First American Title
560 South 300 East
Salt Lake City, Utah 84111
Attn: Anna Irons

**MEMORANDUM OF ADDITIONAL BONDS
UNDER TWENTY-FIFTH SUPPLEMENTAL INDENTURE
DATED AS OF JANUARY 1, 2012
SUPPLEMENTAL TO PACIFICORP'S MORTGAGE AND DEED OF TRUST
DATED AS OF JANUARY 9, 1989**

This Memorandum of Additional Bonds under 25th Supplemental Indenture ("**Memorandum**") is made by PACIFICORP, an Oregon corporation with an address at 825 N.E. Multnomah, Portland, Oregon 97232 ("**Company**").

WITNESSETH:

WHEREAS Company and The Bank of New York Mellon Trust Company, N.A. (as successor to The Bank of New York Mellon) with an address at 700 S. Flower Street, Suite 500, Los Angeles, California 90017 ("**Trustee**") are parties to that certain Twenty-Fifth Supplemental Indenture dated as of January 1, 2012 and recorded in the County and under the Fee No. indicated on **Exhibit A** attached hereto and incorporated herein by this reference (the "**Supplemental Indenture**");

WHEREAS, Company has executed and Trustee has authenticated, as of March 6, 2012, an additional \$100,000,000 principal amount of 2.95% Series First Mortgage Bonds due 2022 ("**Bonds**") under the Supplemental Indenture; and

WHEREAS, the Company desires to place third parties on notice of the additional Bonds that have been issued under the Supplemental Indenture.

NOW THEREFORE, the Company hereby records or causes to be recorded this Memorandum of Additional Bonds Under Twenty-Fifth Supplemental Indenture in order to give notice that the principal amount of Bonds that have been issued under the Supplemental Indenture has increased by an additional \$100,000,000.

All terms and conditions of the Supplemental Indenture are hereby incorporated herein by reference as if fully set forth herein.

[Signature Page Follows]

IN WITNESS WHEREOF, the Company has executed this Memorandum as of the 6th day of March, 2012.

PACIFICORP

By Bruce N. Williams
Bruce N. Williams
Vice President and Treasurer

Attest:

Jeffery Erb
Assistant Secretary

STATE OF OREGON)
)
COUNTY OF MULTNOMAH) SS.:

On this 12th day of March, 2012, before me, Carmen Marie Boughn, a Notary Public in and for the State of Oregon, personally appeared Bruce N. Williams and Jeffery Erb, known to me to be Vice President and Treasurer and Assistant Secretary, respectively, of PACIFICORP, an Oregon corporation, who being duly sworn, stated that the seal affixed to the foregoing instrument is the corporate seal of said corporation and acknowledged this instrument to be the free, voluntary, and in all respects duly and properly authorized act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year first above written.

[SEAL]

Carmen Marie Boughn
Print Name: Carmen Marie Boughn
Residing at: Portland, Oregon

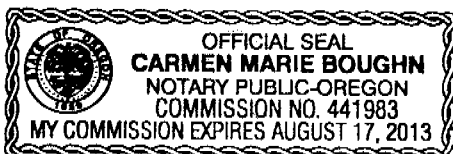


EXHIBIT A

Twenty-Fifth Supplemental Indenture dated as of January 1, 2012 and recorded in the State of Oregon, County of Klamath under the Fee No. 2012-001862.