

SCOTTISH POWER PLC  
Form U-6B-2  
November 15, 2005

As Filed with the Securities  
and Exchange Commission  
on November 15, 2005

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C.

FORM U-6B-2

Certificate of Notification

Filed by a registered holding company or subsidiary thereof pursuant to Rule U-20-(d) [Reg. Section 250.20, P. 36,652] or U-47 [Reg. Section 250.47, P. 36,620] adopted under the Public Utility Holding Company Act of 1935

Certificate is filed by: Scottish Power plc, PacifiCorp and subsidiaries

This certificate is notice that the above named company has issued, renewed or guaranteed the security or securities described herein which issue, renewal or guaranty was exempted from the provisions of Section 6(a) of the Act and was neither the subject of a declaration or application on Form U-1 nor included within the exemption provided by Rule U-48 [Reg. Section 250.48, P. 36,621].

1. Type of security or securities ( commercial paper and promissory notes ): See Schedules I & II included herewith.
2. Issue, renewal or guaranty: (New Issues) Short-Term Promissory Notes represent cash advances directly from the Intercompany Loan Agreement and Umbrella Loan Agreement. In addition, PacifiCorp issued Commercial Paper.
3. Principal amount of each security: See Schedules I & II included herewith.
4. Rate of interest per annum of each security: See Schedules I & II included herewith.
5. Date of issue, renewal or guaranty of each security: See Schedules I & II included herewith.
6. If renewal of security, give date of original issue: Not applicable.
7. Date of maturity of each security: See Schedule I included herewith.

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8. Name of the person to whom each security was issued, renewed or guaranteed: Short-term promissory notes are issued by PacifiCorp, PacifiCorp Group Holdings Company and affiliates. Commercial paper issued to customers of various dealers. See Schedule I included herewith.

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9. Collateral given with each security, if any: None.
10. Consideration received for each security: For debt, consideration is proceeds amount.
11. Application of proceeds of each security: General corporate funds for use in ordinary course of business.
12. Indicate by a check after the applicable statement below whether the issue, renewal or guaranty of each security was exempt from the provisions of Section 6(a) because of:
- a) the provisions contained in the first sentence of Section 6(b): "
  - b) the provisions contained in the fourth sentence of Section 6(b): "
  - c) the provisions contained in any rule of the commission other than Rule U-48: x
13. If the security or securities were exempt from the provisions of Section 6(a) by virtue of the first sentence of Section 6(b), give the figures which indicate that the security or securities aggregate (together with all other than outstanding notes and drafts of a maturity of nine months or less, exclusive of days of grace, as to which such company is primarily or secondarily liable) are not more than 5 percentum of the principal amount and par value of the other securities of such company then outstanding. (Demand notes, regardless of how long they may have been outstanding, shall be considered as maturing in not more than nine months for purposes of the exemption from Section 6(a) or the Act granted by the first sentence of Section 6(b). Not applicable
14. If the security or securities are exempt from the provisions of Section 6(a) because of the fourth sentence of Section 6(b), name the security outstanding on January 1, 1935, pursuant to the terms of which the security or securities herein described have been issued. Not applicable.
15. If the security or securities are exempt from the provisions of Section 6(a) because of any rule of the Commission other than Rule U-48 [Reg. ss. 250.48, P. 36,621] designate the rule under which exemption is claimed. Rule 52.

Scottish Power plc

By: **/s/ SIMON LOWTH**  
**Simon Lowth**  
**Executive Director, Finance & Strategy**

Date: November 15, 2005

## SHORT TERM DEBT SETTLEMENT

COMPANY: PPW - PACIFICORP

From 7/1/2005 to 9/30/2005

SETTLEMENT DATE	MATURITY DATE	DEALER/ LENDER	TERM	RATE	YIELD	FACE	INTEREST/ DISCOUNT	PROCEEDS	REFERENCE ID
<b>CURRENCY: USD - UNITED STATES DOLLARS</b>									
<b>INSTRUMENT TYPE CPD</b>									
<b>PORTFOLIO: PPWCPD - PPW COMMERCIAL PAPER - DISCOUNTED</b>									
<b>Type (I/D/E): Discounted</b>									
7/6/2005	9/2/2005	1BOFA	58	3.51	3.53	10,000,000.00	56,550.00	9,943,450.00	00003674
7/6/2005	8/5/2005	1JPMOR	30	3.39	3.40	15,000,000.00	42,375.00	14,957,625.00	00003675
7/7/2005	9/7/2005	1BOFA	62	3.50	3.52	15,000,000.00	90,416.67	14,909,583.33	00003676
7/12/2005	8/12/2005	1JPMOR	31	3.42	3.43	15,000,000.00	44,175.00	14,955,825.00	00003677
7/13/2005	8/12/2005	1JPMOR	30	3.43	3.44	7,000,000.00	20,008.33	6,979,991.67	00003678
7/13/2005	8/10/2005	1BOFA	28	3.42	3.43	14,000,000.00	37,240.00	13,962,760.00	00003679
7/13/2005	8/17/2005	1BOFA	35	3.45	3.46	20,000,000.00	67,083.33	19,932,916.67	00003680
8/4/2005	9/1/2005	1BOFA	28	3.60	3.61	10,000,000.00	28,000.00	9,972,000.00	00003681
8/4/2005	9/14/2005	1BOFA	41	3.60	3.61	20,000,000.00	82,000.00	19,918,000.00	00003682
8/5/2005	9/1/2005	1JPMOR	27	3.62	3.63	15,000,000.00	40,725.00	14,959,275.00	00003683
8/5/2005	9/8/2005	1BOFA	31	3.60	3.61	40,000,000.00	124,000.00	39,876,000.00	00003684
8/12/2005	9/9/2005	1JPMOR	28	3.62	3.63	22,000,000.00	61,942.22	21,938,057.78	00003685
8/17/2005	10/17/2005	1BOFA	61	3.74	3.76	20,000,000.00	126,744.44	19,873,255.56	00003686
8/23/2005	10/3/2005	1JPMOR	41	3.72	3.74	23,100,000.00	97,867.00	23,002,133.00	00003687
8/23/2005	10/4/2005	1JPMOR	42	3.72	3.74	1,900,000.00	8,246.00	1,891,754.00	00003688
8/24/2005	10/3/2005	1JPMOR	40	3.73	3.75	35,000,000.00	145,055.56	34,854,944.44	00003689
9/1/2005	9/30/2005	1JPMOR	29	3.77	3.78	35,000,000.00	106,293.06	34,893,706.94	00003690
9/1/2005	10/5/2005	1BOFA	34	3.75	3.76	25,000,000.00	88,541.67	24,911,458.33	00003691
9/2/2005	10/5/2005	1BOFA	33	3.70	3.71	5,000,000.00	16,958.33	4,983,041.67	00003692
9/2/2005	11/2/2005	1BOFA	61	3.81	3.83	10,000,000.00	64,558.33	9,935,441.67	00003693
9/7/2005	11/4/2005	1BOFA	58	3.77	3.79	15,000,000.00	91,108.33	14,908,891.67	00003694
9/8/2005	9/27/2005	1BOFA	19	3.70	3.71	18,000,000.00	35,150.00	17,964,850.00	00003695
9/8/2005	12/1/2005	1BOFA	84	3.85	3.88	22,000,000.00	197,633.33	21,802,366.67	00003696
9/12/2005	10/11/2005	1JPMOR	29	3.80	3.81	20,000,000.00	61,222.22	19,938,777.78	00003697
9/14/2005	12/6/2005	1BOFA	83	3.89	3.93	20,000,000.00	179,372.22	19,820,627.78	00003698
9/20/2005	10/18/2005	1JPMOR	28	3.87	3.88	30,000,000.00	90,300.00	29,909,700.00	00003699
9/20/2005	10/20/2005	1BOFA	30	3.85	3.86	40,000,000.00	128,333.33	39,871,666.67	00003700
9/22/2005	10/21/2005	1JPMOR	29	3.87	3.88	30,000,000.00	93,525.00	29,906,475.00	00003701
9/27/2005	9/30/2005	1BOFA	3	3.87	3.87	20,000,000.00	6,450.00	19,993,550.00	00003702

**SHORT TERM DEBT SETTLEMENT**

**COMPANY: PPW - PACIFICORP**

**From 7/1/2005 to 9/30/2005**

<b>SETTLEMENT DATE</b>	<b>MATURITY DATE</b>	<b>DEALER/ LENDER</b>	<b>TERM</b>	<b>RATE</b>	<b>YIELD</b>	<b>FACE</b>	<b>INTEREST/ DISCOUNT</b>	<b>PROCEEDS</b>	<b>REFERENCE ID</b>
<b>Total for PPWCPD</b>						<b>573,000,000.00</b>	<b>2,231,874.37</b>	<b>570,768,125.63</b>	
<b>Weighted Average</b>			<b>37.8</b>	<b>3.70</b>	<b>3.72</b>				
<b>Total for CPD</b>						<b>573,000,000.00</b>	<b>2,231,874.37</b>	<b>570,768,125.63</b>	
<b>Weighted Average</b>			<b>37.8</b>	<b>3.70</b>	<b>3.72</b>				
<b>TOTAL FOR USD WEIGHTED AVERAGE</b>						<b>573,000,000.00</b>	<b>2,231,874.37</b>	<b>570,768,125.63</b>	
			<b>37.8</b>	<b>3.70</b>	<b>3.72</b>				

## LOAN AGREEMENT

PARTIES: PACIFICORP GROUP HOLDINGS

SCOTTISH POWER UK

DATE	DAILY ACTIVITY	PGH LENDS (BORROWS)	DAILY % RATE	SPUK INT PAY	(INT PMT)	INT PAY	INT PMT
BALANCE FORWARD		(\$615,000,000.00)				(1,498,276.38)	
31-Aug-05		(\$615,000,000.00)	3.67000%	0.00		(62,695.84)	1,498,276.38
1-Sep-05		(\$615,000,000.00)	3.67000%	0.00		(125,391.67)	
2-Sep-05	(\$100,000,000.00)	(\$715,000,000.00)	3.67000%	0.00		(198,281.95)	
3-Sep-05		(\$715,000,000.00)	3.67000%	0.00		(271,172.23)	
4-Sep-05		(\$715,000,000.00)	3.67000%	0.00		(344,062.50)	
5-Sep-05		(\$715,000,000.00)	3.67000%	0.00		(416,952.78)	
6-Sep-05		(\$715,000,000.00)	3.67000%	0.00		(489,843.06)	
7-Sep-05		(\$715,000,000.00)	3.67000%	0.00		(562,733.34)	
8-Sep-05		(\$715,000,000.00)	3.67000%	0.00		(635,623.61)	
9-Sep-05		(\$715,000,000.00)	3.67000%	0.00		(708,513.89)	
10-Sep-05		(\$715,000,000.00)	3.67000%	0.00		(781,404.17)	
11-Sep-05		(\$715,000,000.00)	3.67000%	0.00		(854,294.45)	
12-Sep-05		(\$715,000,000.00)	3.67000%	0.00		(927,184.73)	
13-Sep-05		(\$715,000,000.00)	3.67000%	0.00		(1,000,075.00)	
14-Sep-05		(\$715,000,000.00)	3.67000%	0.00		(1,072,965.28)	
15-Sep-05		(\$715,000,000.00)	3.67000%	0.00		(1,145,855.56)	
16-Sep-05		(\$715,000,000.00)	3.67000%	0.00		(1,218,745.84)	
17-Sep-05		(\$715,000,000.00)	3.67000%	0.00		(1,291,636.12)	
18-Sep-05		(\$715,000,000.00)	3.67000%	0.00		(1,364,526.39)	
19-Sep-05		(\$715,000,000.00)	3.67000%	0.00		(1,437,416.67)	
20-Sep-05	(\$100,000,000.00)	(\$815,000,000.00)	3.67000%	0.00		(1,520,501.39)	
21-Sep-05		(\$815,000,000.00)	3.67000%	0.00		(1,603,586.12)	
22-Sep-05		(\$815,000,000.00)	3.67000%	0.00		(1,686,670.84)	
23-Sep-05	(\$100,000,000.00)	(\$915,000,000.00)	3.67000%	0.00		(1,779,950.00)	
24-Sep-05		(\$915,000,000.00)	3.67000%	0.00		(1,873,229.17)	
25-Sep-05		(\$915,000,000.00)	3.67000%	0.00		(1,966,508.34)	
26-Sep-05		(\$915,000,000.00)	3.67000%	0.00		(2,059,787.50)	
27-Sep-05		(\$915,000,000.00)	3.67000%	0.00		(2,153,066.67)	
28-Sep-05		(\$915,000,000.00)	3.67000%	0.00		(2,246,345.84)	
29-Sep-05		(\$915,000,000.00)	3.67000%	0.00		(2,339,625.00)	
30-Sep-05							
TOTAL	(\$300,000,000.00)	\$ 0.00					

**LOAN AGREEMENT****PARTIES: PACIFICORP GROUP HOLDINGS****SCOTTISH POWER UK**

<u>DATE</u>	<u>DAILY ACTIVITY</u>	<u>PGH LENDS (BORROWS)</u>	<u>DAILY % RATE</u>	<u>SPUK INT PAY</u>	<u>(INT PMT)</u>	<u>INT PAY</u>	<u>INT PMT</u>
BALANCE FORWARD		(\$385,000,000.00)				(792,262.50)	
29-Jul-05		(\$385,000,000.00)	3.49000%	0.00		(37,323.61)	792,262.50
30-Jul-05		(\$385,000,000.00)	3.49000%	0.00		(74,647.22)	
31-Jul-05		(\$385,000,000.00)	3.49000%	0.00		(111,970.83)	
1-Aug-05		(\$385,000,000.00)	3.49000%	0.00		(149,294.44)	
2-Aug-05		(\$385,000,000.00)	3.49000%	0.00		(186,618.05)	
3-Aug-05		(\$385,000,000.00)	3.49000%	0.00		(223,941.66)	
4-Aug-05		(\$385,000,000.00)	3.49000%	0.00		(261,265.27)	
5-Aug-05		(\$385,000,000.00)	3.49000%	0.00		(298,588.88)	
6-Aug-05		(\$385,000,000.00)	3.49000%	0.00		(335,912.50)	
7-Aug-05		(\$385,000,000.00)	3.49000%	0.00		(373,236.11)	
8-Aug-05		(\$385,000,000.00)	3.49000%	0.00		(410,559.72)	
9-Aug-05		(\$385,000,000.00)	3.49000%	0.00		(447,883.33)	
10-Aug-05		(\$385,000,000.00)	3.49000%	0.00		(485,206.94)	
11-Aug-05	(\$80,000,000.00)	(\$465,000,000.00)	3.49000%	0.00		(530,286.11)	
12-Aug-05		(\$465,000,000.00)	3.49000%	0.00		(575,365.27)	
13-Aug-05		(\$465,000,000.00)	3.49000%	0.00		(620,444.44)	
14-Aug-05		(\$465,000,000.00)	3.49000%	0.00		(665,523.61)	
15-Aug-05		(\$465,000,000.00)	3.49000%	0.00		(710,602.77)	
16-Aug-05		(\$465,000,000.00)	3.49000%	0.00		(755,681.94)	
17-Aug-05		(\$465,000,000.00)	3.49000%	0.00		(800,761.11)	
18-Aug-05		(\$465,000,000.00)	3.49000%	0.00		(845,840.27)	
19-Aug-05		(\$465,000,000.00)	3.49000%	0.00		(890,919.44)	
20-Aug-05		(\$465,000,000.00)	3.49000%	0.00		(935,998.61)	
21-Aug-05		(\$465,000,000.00)	3.49000%	0.00		(981,077.77)	
22-Aug-05		(\$465,000,000.00)	3.49000%	0.00		(1,026,156.94)	
23-Aug-05	(\$100,000,000.00)	(\$565,000,000.00)	3.49000%	0.00		(1,080,930.55)	
24-Aug-05	(\$50,000,000.00)	(\$615,000,000.00)	3.49000%	0.00		(1,140,551.38)	
25-Aug-05		(\$615,000,000.00)	3.49000%	0.00		(1,200,172.22)	
26-Aug-05		(\$615,000,000.00)	3.49000%	0.00		(1,259,793.05)	
27-Aug-05		(\$615,000,000.00)	3.49000%	0.00		(1,319,413.88)	
28-Aug-05		(\$615,000,000.00)	3.49000%	0.00		(1,379,034.72)	
29-Aug-05		(\$615,000,000.00)	3.49000%	0.00		(1,438,655.55)	
30-Aug-05		(\$615,000,000.00)	3.49000%	0.00		(1,498,276.38)	
<b>TOTAL</b>	<b>(\$230,000,000.00)</b>	<b>\$ 0.00</b>					

**LOAN AGREEMENT****PARTIES: PACIFICORP GROUP HOLDINGS****SCOTTISH POWER UK**

<u>DATE</u>	<u>DAILY ACTIVITY</u>	<u>PGH LENDS (BORROWS)</u>	<u>DAILY % RATE</u>	<u>SPUK INT PAY</u>	<u>(INT PMT)</u>	<u>INT PAY</u>	<u>INT PMT</u>
BALANCE FORWARD		(\$285,000,000.00)				(426,336.63)	
30-Jun-05		(\$285,000,000.00)	3.33000%	0.00		(26,362.50)	426,336.63
1-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(52,725.00)	
2-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(79,087.50)	
3-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(105,450.00)	
4-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(131,812.50)	
5-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(158,175.00)	
6-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(184,537.50)	
7-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(210,900.00)	
8-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(237,262.50)	
9-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(263,625.00)	
10-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(289,987.50)	
11-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(316,350.00)	
12-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(342,712.50)	
13-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(369,075.00)	
14-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(395,437.50)	
15-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(421,800.00)	
16-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(448,162.50)	
17-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(474,525.00)	
18-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(500,887.50)	
19-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(527,250.00)	
20-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(553,612.50)	
21-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(579,975.00)	
22-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(606,337.50)	
23-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(632,700.00)	
24-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(659,062.50)	
25-Jul-05		(\$285,000,000.00)	3.33000%	0.00		(685,425.00)	
26-Jul-05	(\$100,000,000.00)	(\$385,000,000.00)	3.33000%	0.00		(721,037.50)	
27-Jul-05		(\$385,000,000.00)	3.33000%	0.00		(756,650.00)	
28-Jul-05		(\$385,000,000.00)	3.33000%	0.00		(792,262.50)	
29-Jul-05							
<b>TOTAL</b>	<b>(\$100,000,000.00)</b>	<b>\$ 0.00</b>					



**RULE 52 LOAN AGREEMENT****PARTIES: PACIFICORP GROUP HOLDINGS****PPM**

<u>DATE</u>	<u>DAILY ACTIVITY</u>	<u>PGH LEND (OWES)</u>	<u>DAILY % RATE</u>	<u>PPM pay int</u>	<u>IP</u>	<u>PGH pays int</u>	<u>INT PMT</u>
BALANCE FORWARD		\$ 1,140,573,740.85		2,917,516.40		0.00	
01-Sep-05	(\$11,059,999.21)	\$ 1,129,513,741.64	3.6700%	115,147.66	(2,917,516.40)	0.00	
02-Sep-05	\$ 27,362,036.03	\$ 1,156,875,777.67	3.6700%	233,084.71		0.00	
03-Sep-05		\$ 1,156,875,777.67	3.6700%	351,021.77		0.00	
04-Sep-05		\$ 1,156,875,777.67	3.6700%	468,958.83		0.00	
05-Sep-05		\$ 1,156,875,777.67	3.6700%	586,895.89		0.00	
06-Sep-05	\$ 555,178.58	\$ 1,157,430,956.25	3.6700%	704,889.54		0.00	
07-Sep-05	(\$5,186,956.24)	\$ 1,152,244,000.01	3.6700%	822,354.42		0.00	
08-Sep-05	(\$14,110,393.06)	\$ 1,138,133,606.95	3.6700%	938,380.82		0.00	
09-Sep-05	\$ 11,831,434.05	\$ 1,149,965,041.00	3.6700%	1,055,613.36		0.00	
10-Sep-05		\$ 1,149,965,041.00	3.6700%	1,172,845.91		0.00	
11-Sep-05		\$ 1,149,965,041.00	3.6700%	1,290,078.46		0.00	
12-Sep-05	\$ 6,478,574.90	\$ 1,156,443,615.90	3.6700%	1,407,971.46		0.00	
13-Sep-05	\$ 15,913,252.56	\$ 1,172,356,868.46	3.6700%	1,527,486.73		0.00	
14-Sep-05	(\$32,439,893.46)	\$ 1,139,916,975.00	3.6700%	1,643,694.93		0.00	
15-Sep-05	\$ 22,347,261.98	\$ 1,162,264,236.98	3.6700%	1,762,181.32		0.00	
16-Sep-05	\$ 11,347,820.94	\$ 1,173,612,057.92	3.6700%	1,881,824.54		0.00	
17-Sep-05		\$ 1,173,612,057.92	3.6700%	2,001,467.77		0.00	
18-Sep-05		\$ 1,173,612,057.92	3.6700%	2,121,111.00		0.00	
19-Sep-05	\$ 40,488,376.82	\$ 1,214,100,434.74	3.6700%	2,244,881.80		0.00	
20-Sep-05	\$ 43,135,228.96	\$ 1,257,235,663.70	3.6700%	2,373,049.99		0.00	
21-Sep-05	(\$11,883,282.05)	\$ 1,245,352,381.65	3.6700%	2,500,006.75		0.00	
22-Sep-05	\$ 27,591,247.44	\$ 1,272,943,629.09	3.6700%	2,629,776.28		0.00	
23-Sep-05	\$ 112,864,892.61	\$ 1,385,808,521.70	3.6700%	2,771,051.76		0.00	
24-Sep-05		\$ 1,385,808,521.70	3.6700%	2,912,327.24		0.00	
25-Sep-05		\$ 1,385,808,521.70	3.6700%	3,053,602.72		0.00	
26-Sep-05	(\$7,255,891.19)	\$ 1,378,552,630.51	3.6700%	3,194,138.50		0.00	
27-Sep-05	\$ 12,675,743.38	\$ 1,391,228,373.89	3.6700%	3,335,966.50		0.00	
28-Sep-05	\$ 40,978,442.60	\$ 1,432,206,816.49	3.6700%	3,481,972.03		0.00	
29-Sep-05	\$ 5,026,377.80	\$ 1,437,233,194.29	3.6700%	3,628,489.97		0.00	
30-Sep-05	(\$3,829,501.54)	\$ 1,433,403,692.75	3.6700%	3,774,617.51		0.00	
<b>TOTAL</b>	<b>\$ 292,829,951.90</b>	<b>\$ 0.00</b>		<b>0.00</b>		<b>0.00</b>	

**RULE 52 LOAN AGREEMENT****PARTIES: PACIFICORP GROUP HOLDINGS****PPM**

<u>DATE</u>	<u>DAILY ACTIVITY</u>	<u>PGH LEND (OWES)</u>	<u>DAILY % RATE</u>	<u>PPM pay int</u>	<u>IP</u>	<u>PGH pays int</u>	<u>INT PMT</u>
BALANCE FORWARD		\$ 844,086,301.82		2,203,228.22		0.00	
01-Aug-05	\$ 8,236,017.01	\$ 852,322,318.83	3.4900%	82,627.92	(2,203,228.22)	0.00	
02-Aug-05	\$ 15,012,142.76	\$ 867,334,461.59	3.4900%	166,711.17		0.00	
03-Aug-05	\$ 10,730,942.47	\$ 878,065,404.06	3.4900%	251,834.74		0.00	
04-Aug-05	\$ 4,155,740.37	\$ 882,221,144.43	3.4900%	337,361.18		0.00	
05-Aug-05	\$ 10,529,011.01	\$ 892,750,155.44	3.4900%	423,908.34		0.00	
06-Aug-05		\$ 892,750,155.44	3.4900%	510,455.51		0.00	
07-Aug-05		\$ 892,750,155.44	3.4900%	597,002.68		0.00	
08-Aug-05	\$ 19,042,008.49	\$ 911,792,163.93	3.4900%	685,395.86		0.00	
09-Aug-05	(\$1,895,167.23)	\$ 909,896,996.70	3.4900%	773,605.32		0.00	
10-Aug-05	(\$926,530.54)	\$ 908,970,466.16	3.4900%	861,724.96		0.00	
11-Aug-05	\$ 26,944,735.96	\$ 935,915,202.12	3.4900%	952,456.74		0.00	
12-Aug-05	\$ 8,151,002.84	\$ 944,066,204.96	3.4900%	1,043,978.71		0.00	
13-Aug-05		\$ 944,066,204.96	3.4900%	1,135,500.69		0.00	
14-Aug-05		\$ 944,066,204.96	3.4900%	1,227,022.66		0.00	
15-Aug-05	\$ 18,303,450.51	\$ 962,369,655.47	3.4900%	1,320,319.05		0.00	
16-Aug-05	\$ 21,286,073.36	\$ 983,655,728.83	3.4900%	1,415,679.01		0.00	
17-Aug-05	\$ 10,524,535.04	\$ 994,180,263.87	3.4900%	1,512,059.26		0.00	
18-Aug-05	(\$12,769,661.98)	\$ 981,410,601.89	3.4900%	1,607,201.57		0.00	
19-Aug-05	(\$19,053,395.69)	\$ 962,357,206.20	3.4900%	1,700,496.75		0.00	
20-Aug-05		\$ 962,357,206.20	3.4900%	1,793,791.94		0.00	
21-Aug-05		\$ 962,357,206.20	3.4900%	1,887,087.12		0.00	
22-Aug-05	\$ 19,399,360.98	\$ 981,756,567.18	3.4900%	1,982,262.97		0.00	
23-Aug-05	\$ 22,852,945.62	\$ 1,004,609,512.80	3.4900%	2,079,654.28		0.00	
24-Aug-05	\$ 70,797,145.42	\$ 1,075,406,658.22	3.4900%	2,183,908.98		0.00	
25-Aug-05	(\$23,953,469.53)	\$ 1,051,453,188.69	3.4900%	2,285,841.53		0.00	
26-Aug-05	\$ 10,182,707.62	\$ 1,061,635,896.31	3.4900%	2,388,761.23		0.00	
27-Aug-05		\$ 1,061,635,896.31	3.4900%	2,491,680.93		0.00	
28-Aug-05		\$ 1,061,635,896.31	3.4900%	2,594,600.63		0.00	
29-Aug-05	\$ 22,458,036.76	\$ 1,084,093,933.07	3.4900%	2,699,697.52		0.00	
30-Aug-05	\$ 22,174,722.99	\$ 1,106,268,656.06	3.4900%	2,806,944.12		0.00	
31-Aug-05	\$ 34,305,084.79	\$ 1,140,573,740.85	3.4900%	2,917,516.40		0.00	
<b>TOTAL</b>	<b>\$ 296,487,439.03</b>	<b>\$ 1,140,573,740.85</b>		<b>2,917,516.40</b>		<b>0.00</b>	

**RULE 52 LOAN AGREEMENT****PARTIES: PACIFICORP GROUP HOLDINGS****PPM**

<u>DATE</u>	<u>DAILY ACTIVITY</u>	<u>PGH LEND (OWES)</u>	<u>DAILY % RATE</u>	<u>PPM pay int</u>	<u>IP</u>	<u>PGH pays int</u>	<u>INT PMT</u>
BALANCE FORWARD		\$ 730,358,840.58		1,641,511.54		0.00	
01-Jul-05	(\$3,474,023.45)	\$ 726,884,817.13	3.3300%	67,236.85	(1,641,511.54)	0.00	
02-Jul-05		\$ 726,884,817.13	3.3300%	134,473.69		0.00	
03-Jul-05		\$ 726,884,817.13	3.3300%	201,710.54		0.00	
04-Jul-05		\$ 726,884,817.13	3.3300%	268,947.38		0.00	
05-Jul-05	\$ 8,761,007.21	\$ 735,645,824.34	3.3300%	336,994.62		0.00	
06-Jul-05	\$ 9,514,377.07	\$ 745,160,201.41	3.3300%	405,921.94		0.00	
07-Jul-05	\$ 2,172,751.04	\$ 747,332,952.45	3.3300%	475,050.24		0.00	
08-Jul-05	(\$16,975,493.99)	\$ 730,357,458.46	3.3300%	542,608.30		0.00	
09-Jul-05		\$ 730,357,458.46	3.3300%	610,166.37		0.00	
10-Jul-05		\$ 730,357,458.46	3.3300%	677,724.43		0.00	
11-Jul-05	\$ 3,179,623.03	\$ 733,537,081.49	3.3300%	745,576.61		0.00	
12-Jul-05	\$ 4,801,959.97	\$ 738,339,041.46	3.3300%	813,872.97		0.00	
13-Jul-05	\$ 12,828,366.69	\$ 751,167,408.15	3.3300%	883,355.96		0.00	
14-Jul-05	\$ 1,861,997.14	\$ 753,029,405.29	3.3300%	953,011.18		0.00	
15-Jul-05	\$ 3,556,710.05	\$ 756,586,115.34	3.3300%	1,022,995.39		0.00	
16-Jul-05		\$ 756,586,115.34	3.3300%	1,092,979.61		0.00	
17-Jul-05		\$ 756,586,115.34	3.3300%	1,162,963.83		0.00	
18-Jul-05	(\$262,604.12)	\$ 756,323,511.22	3.3300%	1,232,923.75		0.00	
19-Jul-05	\$ 7,161,455.16	\$ 763,484,966.38	3.3300%	1,303,546.11		0.00	
20-Jul-05	\$ 11,998,736.72	\$ 775,483,703.10	3.3300%	1,375,278.35		0.00	
21-Jul-05	(\$6,618,964.64)	\$ 768,864,738.46	3.3300%	1,446,398.34		0.00	
22-Jul-05	\$ 4,509,208.98	\$ 773,373,947.44	3.3300%	1,517,935.43		0.00	
23-Jul-05		\$ 773,373,947.44	3.3300%	1,589,472.52		0.00	
24-Jul-05		\$ 773,373,947.44	3.3300%	1,661,009.61		0.00	
25-Jul-05	\$ 51,214,112.75	\$ 824,588,060.19	3.3300%	1,737,284.01		0.00	
26-Jul-05	(\$3,917,182.39)	\$ 820,670,877.80	3.3300%	1,813,196.06		0.00	
27-Jul-05	\$ 20,318,169.65	\$ 840,989,047.45	3.3300%	1,890,987.55		0.00	
28-Jul-05	\$ 2,326,893.57	\$ 843,315,941.02	3.3300%	1,968,994.27		0.00	
29-Jul-05	\$ 770,360.80	\$ 844,086,301.82	3.3300%	2,047,072.26		0.00	
30-Jul-05		\$ 844,086,301.82	3.3300%	2,125,150.24		0.00	
31-Jul-05		\$ 844,086,301.82	3.3300%	2,203,228.22		0.00	
<b>TOTAL</b>	<b>\$ 113,727,461.24</b>	<b>\$ 844,086,301.82</b>		<b>2,203,228.22</b>		<b>0.00</b>	

## RULE 52 LOAN AGREEMENT

PARTIES: PACIFICORP GROUP HOLDINGS

PKE

DATE	DAILY ACTIVITY	PGH LEND (OWES)	DAILY % RATE	PKE		PGH pays int	INT PMT
				INT PAY	IP		
BALANCE FORWARD		(\$10,903,512.37)		0.00		(32,447.72)	
01-Sep-05	(\$32,447.72)	(\$10,935,960.09)	3.6700%	0.00		(1,114.86)	32,447.72
02-Sep-05		(\$10,935,960.09)	3.6700%	0.00		(2,229.72)	
03-Sep-05		(\$10,935,960.09)	3.6700%	0.00		(3,344.58)	
04-Sep-05		(\$10,935,960.09)	3.6700%	0.00		(4,459.44)	
05-Sep-05		(\$10,935,960.09)	3.6700%	0.00		(5,574.30)	
06-Sep-05	\$ 380.00	(\$10,935,580.09)	3.6700%	0.00		(6,689.13)	
07-Sep-05		(\$10,935,580.09)	3.6700%	0.00		(7,803.95)	
08-Sep-05		(\$10,935,580.09)	3.6700%	0.00		(8,918.77)	
09-Sep-05		(\$10,935,580.09)	3.6700%	0.00		(10,033.59)	
10-Sep-05		(\$10,935,580.09)	3.6700%	0.00		(11,148.41)	
11-Sep-05		(\$10,935,580.09)	3.6700%	0.00		(12,263.23)	
12-Sep-05	\$ 682.87	(\$10,934,897.22)	3.6700%	0.00		(13,377.99)	
13-Sep-05	\$ 48.36	(\$10,934,848.86)	3.6700%	0.00		(14,492.73)	
14-Sep-05	\$ 632.07	(\$10,934,216.79)	3.6700%	0.00		(15,607.42)	
15-Sep-05		(\$10,934,216.79)	3.6700%	0.00		(16,722.10)	
16-Sep-05	\$ 677,908.86	(\$10,256,307.93)	3.6700%	0.00		(17,767.67)	
17-Sep-05		(\$10,256,307.93)	3.6700%	0.00		(18,813.25)	
18-Sep-05		(\$10,256,307.93)	3.6700%	0.00		(19,858.82)	
19-Sep-05	\$ 1,155.18	(\$10,255,152.75)	3.6700%	0.00		(20,904.27)	
20-Sep-05	\$ 343,567.18	(\$9,911,585.57)	3.6700%	0.00		(21,914.71)	
21-Sep-05	(\$255,415.15)	(\$10,167,000.72)	3.6700%	0.00		(22,951.17)	
22-Sep-05	\$ 119.00	(\$10,166,881.72)	3.6700%	0.00		(23,987.63)	
23-Sep-05	\$ 277.17	(\$10,166,604.55)	3.6700%	0.00		(25,024.06)	
24-Sep-05		(\$10,166,604.55)	3.6700%	0.00		(26,060.49)	
25-Sep-05		(\$10,166,604.55)	3.6700%	0.00		(27,096.92)	
26-Sep-05		(\$10,166,604.55)	3.6700%	0.00		(28,133.35)	
27-Sep-05		(\$10,166,604.55)	3.6700%	0.00		(29,169.78)	
28-Sep-05		(\$10,166,604.55)	3.6700%	0.00		(30,206.21)	
29-Sep-05	\$ 82.68	(\$10,166,521.87)	3.6700%	0.00		(31,242.63)	
30-Sep-05	\$ 19.00	(\$10,166,502.87)	3.6700%	0.00		(32,279.04)	
TOTAL	\$ 737,009.50	\$ 0.00		0.00		0.00	

**RULE 52 LOAN AGREEMENT****PARTIES: PACIFICORP GROUP HOLDINGS****PKE**

<u>DATE</u>	<u>DAILY ACTIVITY</u>	<u>PGH LEND (OWES)</u>	<u>DAILY % RATE</u>	<u>PKE INT PAY</u>	<u>IP</u>	<u>PGH pays int</u>	<u>INT PMT</u>
BALANCE FORWARD		(\$10,775,611.00)		0.00		(29,281.51)	
01-Aug-05	(\$29,207.51)	(\$10,804,818.51)	3.4900%	0.00		(1,047.46)	29,281.51
02-Aug-05	\$ 7,543.18	(\$10,797,275.33)	3.4900%	0.00		(2,094.20)	
03-Aug-05	\$ 528.88	(\$10,796,746.45)	3.4900%	0.00		(3,140.89)	
04-Aug-05	\$ 33.89	(\$10,796,712.56)	3.4900%	0.00		(4,187.57)	
05-Aug-05	\$ 14.00	(\$10,796,698.56)	3.4900%	0.00		(5,234.25)	
06-Aug-05		(\$10,796,698.56)	3.4900%	0.00		(6,280.93)	
07-Aug-05		(\$10,796,698.56)	3.4900%	0.00		(7,327.61)	
08-Aug-05		(\$10,796,698.56)	3.4900%	0.00		(8,374.29)	
09-Aug-05	\$ 46.22	(\$10,796,652.34)	3.4900%	0.00		(9,420.96)	
10-Aug-05		(\$10,796,652.34)	3.4900%	0.00		(10,467.64)	
11-Aug-05	\$ 277.17	(\$10,796,375.17)	3.4900%	0.00		(11,514.29)	
12-Aug-05		(\$10,796,375.17)	3.4900%	0.00		(12,560.93)	
13-Aug-05		(\$10,796,375.17)	3.4900%	0.00		(13,607.58)	
14-Aug-05		(\$10,796,375.17)	3.4900%	0.00		(14,654.23)	
15-Aug-05	\$ 152,520.67	(\$10,643,854.50)	3.4900%	0.00		(15,686.09)	
16-Aug-05		(\$10,643,854.50)	3.4900%	0.00		(16,717.96)	
17-Aug-05	\$ 86.80	(\$10,643,767.70)	3.4900%	0.00		(17,749.81)	
18-Aug-05	\$ 116.45	(\$10,643,651.25)	3.4900%	0.00		(18,781.65)	
19-Aug-05	\$ 520.00	(\$10,643,131.25)	3.4900%	0.00		(19,813.45)	
20-Aug-05		(\$10,643,131.25)	3.4900%	0.00		(20,845.24)	
21-Aug-05		(\$10,643,131.25)	3.4900%	0.00		(21,877.03)	
22-Aug-05	(\$261,034.63)	(\$10,904,165.88)	3.4900%	0.00		(22,934.13)	
23-Aug-05		(\$10,904,165.88)	3.4900%	0.00		(23,991.23)	
24-Aug-05	\$ 36.07	(\$10,904,129.81)	3.4900%	0.00		(25,048.32)	
25-Aug-05	\$ 277.17	(\$10,903,852.64)	3.4900%	0.00		(26,105.39)	
26-Aug-05		(\$10,903,852.64)	3.4900%	0.00		(27,162.46)	
27-Aug-05		(\$10,903,852.64)	3.4900%	0.00		(28,219.53)	
28-Aug-05		(\$10,903,852.64)	3.4900%	0.00		(29,276.59)	
29-Aug-05	\$ 223.37	(\$10,903,629.27)	3.4900%	0.00		(30,333.64)	
30-Aug-05		(\$10,903,629.27)	3.4900%	0.00		(31,390.69)	
31-Aug-05	\$ 116.90	(\$10,903,512.37)	3.4900%	0.00		(32,447.72)	
<b>TOTAL</b>	<b>(\$127,901.37)</b>	<b>(\$10,903,512.37)</b>		<b>0.00</b>		<b>(32,447.72)</b>	

## RULE 52 LOAN AGREEMENT

## PARTIES: PACIFICORP GROUP HOLDINGS

## PKE

<u>DATE</u>	<u>DAILY ACTIVITY</u>	<u>PGH LEND (OWES)</u>	<u>DAILY % RATE</u>	<u>PKE INT PAY</u>	<u>IP</u>	<u>PGH pays int</u>	<u>INT PMT</u>
BALANCE FORWARD		(\$9,821,051.83)		0.00		(25,149.09)	
01-Jul-05	(\$24,831.92)	(\$9,845,883.75)	3.3300%	0.00		(910.74)	25,149.09
02-Jul-05		(\$9,845,883.75)	3.3300%	0.00		(1,821.49)	
03-Jul-05		(\$9,845,883.75)	3.3300%	0.00		(2,732.23)	
04-Jul-05		(\$9,845,883.75)	3.3300%	0.00		(3,642.98)	
05-Jul-05	\$ 168.82	(\$9,845,714.93)	3.3300%	0.00		(4,553.70)	
06-Jul-05	\$ 27.54	(\$9,845,687.39)	3.3300%	0.00		(5,464.43)	
07-Jul-05	\$ 80.00	(\$9,845,607.39)	3.3300%	0.00		(6,375.15)	
08-Jul-05		(\$9,845,607.39)	3.3300%	0.00		(7,285.87)	
09-Jul-05		(\$9,845,607.39)	3.3300%	0.00		(8,196.59)	
10-Jul-05		(\$9,845,607.39)	3.3300%	0.00		(9,107.30)	
11-Jul-05	\$ 41.90	(\$9,845,565.49)	3.3300%	0.00		(10,018.02)	
12-Jul-05		(\$9,845,565.49)	3.3300%	0.00		(10,928.73)	
13-Jul-05	\$ 317.17	(\$9,845,248.32)	3.3300%	0.00		(11,839.42)	
14-Jul-05	\$ 300.00	(\$9,844,948.32)	3.3300%	0.00		(12,750.08)	
15-Jul-05	\$ 753.39	(\$9,844,194.93)	3.3300%	0.00		(13,660.67)	
16-Jul-05		(\$9,844,194.93)	3.3300%	0.00		(14,571.25)	
17-Jul-05		(\$9,844,194.93)	3.3300%	0.00		(15,481.84)	
18-Jul-05	\$ 1,668.77	(\$9,842,526.16)	3.3300%	0.00		(16,392.28)	
19-Jul-05		(\$9,842,526.16)	3.3300%	0.00		(17,302.71)	
20-Jul-05	\$ 34,037.81	(\$9,808,488.35)	3.3300%	0.00		(18,209.99)	
21-Jul-05	(\$1,160,751.92)	(\$10,969,240.27)	3.3300%	0.00		(19,224.65)	
22-Jul-05	\$ 277.17	(\$10,968,963.10)	3.3300%	0.00		(20,239.28)	
23-Jul-05		(\$10,968,963.10)	3.3300%	0.00		(21,253.91)	
24-Jul-05		(\$10,968,963.10)	3.3300%	0.00		(22,268.54)	
25-Jul-05	\$ 36.00	(\$10,968,927.10)	3.3300%	0.00		(23,283.16)	
26-Jul-05		(\$10,968,927.10)	3.3300%	0.00		(24,297.79)	
27-Jul-05	\$ 193,316.10	(\$10,775,611.00)	3.3300%	0.00		(25,294.53)	
28-Jul-05		(\$10,775,611.00)	3.3300%	0.00		(26,291.28)	
29-Jul-05		(\$10,775,611.00)	3.3300%	0.00		(27,288.02)	
30-Jul-05		(\$10,775,611.00)	3.3300%	0.00		(28,284.76)	
31-Jul-05	\$ 0.00	(\$10,775,611.00)	3.3300%	0.00		(29,281.51)	
<b>TOTAL</b>	<b>(\$954,559.17)</b>	<b>(\$10,775,611.00)</b>		<b>0.00</b>		<b>(29,281.51)</b>	

## INTERCOMPANY LOAN AGREEMENT

GROUP: PACIFICORP GROUP HOLDINGS

SUBSIDIARY: PFS

DATE	DAILY ACTIVITY PGH ADV / (REC)	PGH REC/(PAY)	DAILY % RATE	PFS pays int	INT PMT	PGH pays int	INT PMT
BALANCE FORWARD		(\$34,110,470.96)		0.00		(119,269.60)	
01-Sep-05	(\$119,143.18)	(\$34,229,614.14)	4.1750%	0.00		(3,969.69)	119,269.60
02-Sep-05		(\$34,229,614.14)	4.1850%	0.00		(7,948.88)	
03-Sep-05		(\$34,229,614.14)	4.1850%	0.00		(11,928.07)	
04-Sep-05		(\$34,229,614.14)	4.1850%	0.00		(15,907.27)	
05-Sep-05		(\$34,229,614.14)	4.1850%	0.00		(19,886.46)	
06-Sep-05		(\$34,229,614.14)	4.1850%	0.00		(23,865.65)	
07-Sep-05		(\$34,229,614.14)	4.1850%	0.00		(27,844.84)	
08-Sep-05	\$ 8,024.46	(\$34,221,589.68)	4.1250%	0.00		(31,766.07)	
09-Sep-05		(\$34,221,589.68)	4.1250%	0.00		(35,687.29)	
10-Sep-05		(\$34,221,589.68)	4.1250%	0.00		(39,608.51)	
11-Sep-05		(\$34,221,589.68)	4.1250%	0.00		(43,529.74)	
12-Sep-05	\$ 3,717.30	(\$34,217,872.38)	4.2150%	0.00		(47,536.08)	
13-Sep-05	\$ 99.67	(\$34,217,772.71)	4.2150%	0.00		(51,542.41)	
14-Sep-05		(\$34,217,772.71)	4.3050%	0.00		(55,634.29)	
15-Sep-05	\$ 8.75	(\$34,217,763.96)	4.3050%	0.00		(59,726.16)	
16-Sep-05	\$ 21,481.38	(\$34,196,282.58)	4.3050%	0.00		(63,815.47)	
17-Sep-05		(\$34,196,282.58)	4.3050%	0.00		(67,904.77)	
18-Sep-05		(\$34,196,282.58)	4.3050%	0.00		(71,994.08)	
19-Sep-05	\$ 1,953.94	(\$34,194,328.64)	4.3050%	0.00		(76,083.15)	
20-Sep-05	\$ 13,732,945.35	(\$20,461,383.29)	4.2850%	0.00		(78,518.62)	
21-Sep-05	\$ 1,399,065.00	(\$19,062,318.29)	4.2850%	0.00		(80,787.57)	
22-Sep-05		(\$19,062,318.29)	4.2850%	0.00		(83,056.51)	
23-Sep-05		(\$19,062,318.29)	4.2850%	0.00		(85,325.46)	
24-Sep-05		(\$19,062,318.29)	4.2850%	0.00		(87,594.40)	
25-Sep-05		(\$19,062,318.29)	4.2850%	0.00		(89,863.35)	
26-Sep-05	\$ 149.54	(\$19,062,168.75)	4.2850%	0.00		(92,132.28)	
27-Sep-05		(\$19,062,168.75)	4.2850%	0.00		(94,401.21)	
28-Sep-05		(\$19,062,168.75)	4.2850%	0.00		(96,670.13)	
29-Sep-05		(\$19,062,168.75)	4.2850%	0.00		(98,939.06)	
30-Sep-05	\$ 13.02	(\$19,062,155.73)	4.2850%	0.00		(101,207.99)	
	<u>\$ 15,048,315.23</u>	<u>\$ 0.00</u>	<u>4.2393%</u>		<u>0.00</u>		<u>0.00</u>

## INTERCOMPANY LOAN AGREEMENT

GROUP: PACIFICORP GROUP HOLDINGS

SUBSIDIARY: PFS

DATE	DAILY ACTIVITY PGH ADV / (REC)	PGH REC/(PAY)	DAILY % RATE	PFS pays int	INT PMT	PGH pays int	INT PMT
BALANCE FORWARD		(\$34,027,998.43)		0.00		(112,408.55)	
01-Aug-05	(\$112,361.55)	(\$34,140,359.98)	3.7650%	0.00		(3,570.51)	112,408.55
02-Aug-05	\$ 12.60	(\$34,140,347.38)	3.7650%	0.00		(7,141.02)	
03-Aug-05	\$ 41.49	(\$34,140,305.89)	3.7650%	0.00		(10,711.53)	
04-Aug-05		(\$34,140,305.89)	4.0150%	0.00		(14,519.12)	
05-Aug-05	\$ 38,969.06	(\$34,101,336.83)	4.0350%	0.00		(18,341.31)	
06-Aug-05		(\$34,101,336.83)	4.0350%	0.00		(22,163.51)	
07-Aug-05		(\$34,101,336.83)	4.0350%	0.00		(25,985.70)	
08-Aug-05	\$ 2,643.82	(\$34,098,693.01)	4.0150%	0.00		(29,788.65)	
09-Aug-05		(\$34,098,693.01)	4.0150%	0.00		(33,591.60)	
10-Aug-05		(\$34,098,693.01)	4.0150%	0.00		(37,394.55)	
11-Aug-05		(\$34,098,693.01)	4.0150%	0.00		(41,197.50)	
12-Aug-05		(\$34,098,693.01)	4.0350%	0.00		(45,019.40)	
13-Aug-05		(\$34,098,693.01)	4.0350%	0.00		(48,841.29)	
14-Aug-05		(\$34,098,693.01)	4.0350%	0.00		(52,663.19)	
15-Aug-05	(\$13,936.41)	(\$34,112,629.42)	4.0350%	0.00		(56,486.65)	
16-Aug-05		(\$34,112,629.42)	4.0350%	0.00		(60,310.10)	
17-Aug-05		(\$34,112,629.42)	4.1550%	0.00		(64,247.27)	
18-Aug-05		(\$34,112,629.42)	4.1550%	0.00		(68,184.44)	
19-Aug-05	\$ 2,158.46	(\$34,110,470.96)	4.1550%	0.00		(72,121.35)	
20-Aug-05		(\$34,110,470.96)	4.1550%	0.00		(76,058.27)	
21-Aug-05		(\$34,110,470.96)	4.1550%	0.00		(79,995.19)	
22-Aug-05		(\$34,110,470.96)	4.1550%	0.00		(83,932.10)	
23-Aug-05		(\$34,110,470.96)	4.1350%	0.00		(87,850.07)	
24-Aug-05		(\$34,110,470.96)	4.1450%	0.00		(91,777.51)	
25-Aug-05		(\$34,110,470.96)	4.1450%	0.00		(95,704.95)	
26-Aug-05		(\$34,110,470.96)	4.1450%	0.00		(99,632.39)	
27-Aug-05		(\$34,110,470.96)	4.1450%	0.00		(103,559.84)	
28-Aug-05		(\$34,110,470.96)	4.1450%	0.00		(107,487.28)	
29-Aug-05		(\$34,110,470.96)	4.1450%	0.00		(111,414.72)	
30-Aug-05		(\$34,110,470.96)	4.1450%	0.00		(115,342.16)	
31-Aug-05		(\$34,110,470.96)	4.1450%	0.00		(119,269.60)	
	(\$82,472.53)	(\$34,110,470.96)	4.0605%		0.00		0.00



## INTERCOMPANY LOAN AGREEMENT

GROUP: PACIFICORP GROUP HOLDINGS

SUBSIDIARY: PFS

<u>DATE</u>	<u>DAILY ACTIVITY PGH ADV / (REC)</u>	<u>PGH REC/(PAY)</u>	<u>DAILY % RATE</u>	<u>PFS pays int</u>	<u>INT PMT</u>	<u>PGH pays int</u>	<u>INT PMT</u>
BALANCE FORWARD		(\$33,410,523.15)		0.00		(94,394.73)	
01-Jul-05	(\$553,295.85)	(\$33,963,819.00)	3.7650%	0.00		(3,552.05)	94,394.73
02-Jul-05		(\$33,963,819.00)	3.7650%	0.00		(7,104.10)	
03-Jul-05		(\$33,963,819.00)	3.7650%	0.00		(10,656.14)	
04-Jul-05		(\$33,963,819.00)	3.7650%	0.00		(14,208.19)	
05-Jul-05	\$ 2,313.02	(\$33,961,505.98)	3.7650%	0.00		(17,760.00)	
06-Jul-05		(\$33,961,505.98)	3.8550%	0.00		(21,396.71)	
07-Jul-05		(\$33,961,505.98)	3.9150%	0.00		(25,090.03)	
08-Jul-05		(\$33,961,505.98)	3.9150%	0.00		(28,783.34)	
09-Jul-05		(\$33,961,505.98)	3.9150%	0.00		(32,476.65)	
10-Jul-05		(\$33,961,505.98)	3.9150%	0.00		(36,169.97)	
11-Jul-05	\$ 72,203.11	(\$33,889,302.87)	3.9150%	0.00		(39,855.43)	
12-Jul-05		(\$33,889,302.87)	3.9150%	0.00		(43,540.89)	
13-Jul-05		(\$33,889,302.87)	3.8550%	0.00		(47,169.87)	
14-Jul-05	\$ 28,021.40	(\$33,861,281.47)	3.8550%	0.00		(50,795.85)	
15-Jul-05	(\$240,000.00)	(\$34,101,281.47)	3.8550%	0.00		(54,447.53)	
16-Jul-05		(\$34,101,281.47)	3.8550%	0.00		(58,099.21)	
17-Jul-05		(\$34,101,281.47)	3.8550%	0.00		(61,750.89)	
18-Jul-05		(\$34,101,281.47)	3.8550%	0.00		(65,402.57)	
19-Jul-05		(\$34,101,281.47)	3.8550%	0.00		(69,054.24)	
20-Jul-05		(\$34,101,281.47)	3.8550%	0.00		(72,705.92)	
21-Jul-05	\$ 1,500.00	(\$34,099,781.47)	3.8550%	0.00		(76,357.44)	
22-Jul-05		(\$34,099,781.47)	3.8550%	0.00		(80,008.96)	
23-Jul-05		(\$34,099,781.47)	3.8550%	0.00		(83,660.48)	
24-Jul-05		(\$34,099,781.47)	3.8550%	0.00		(87,312.00)	
25-Jul-05		(\$34,099,781.47)	3.8550%	0.00		(90,963.51)	
26-Jul-05	\$ 2,714.59	(\$34,097,066.88)	3.8550%	0.00		(94,614.74)	
27-Jul-05	\$ 69,068.45	(\$34,027,998.43)	3.7650%	0.00		(98,173.50)	
28-Jul-05		(\$34,027,998.43)	3.7650%	0.00		(101,732.27)	
29-Jul-05		(\$34,027,998.43)	3.7650%	0.00		(105,291.03)	
30-Jul-05		(\$34,027,998.43)	3.7650%	0.00		(108,849.79)	
31-Jul-05		(\$34,027,998.43)	3.7650%	0.00		(112,408.55)	
	(\$617,475.28)	(\$34,027,998.43)	3.8376%		0.00		0.00

**INTERCOMPANY LOAN AGREEMENT****GROUP: PACIFICORP GROUP HOLDINGS****SUBSIDIARY: PACIFICORP TRANS**

<u>DATE</u>	<u>DAILY ACTIVITY PGH ADV / (REC)</u>	<u>PGH REC/(PAY)</u>	<u>DAILY % RATE</u>	<u>trans pays int</u>	<u>PGH pays int</u>	<u>INT PMT</u>
BALANCE FORWARD		\$ 163,624.30		\$ 596.57	\$ 0.00	
01-Sep-05	\$ 596.57	\$ 164,220.87	4.1750%	\$ 19.05	(\$596.57)	\$ 0.00
02-Sep-05		\$ 164,220.87	4.1850%	\$ 38.14		\$ 0.00
03-Sep-05		\$ 164,220.87	4.1850%	\$ 57.23		\$ 0.00
04-Sep-05		\$ 164,220.87	4.1850%	\$ 76.32		\$ 0.00
05-Sep-05		\$ 164,220.87	4.1850%	\$ 95.41		\$ 0.00
06-Sep-05		\$ 164,220.87	4.1850%	\$ 114.50		\$ 0.00
07-Sep-05		\$ 164,220.87	4.1850%	\$ 133.59		\$ 0.00
08-Sep-05		\$ 164,220.87	4.1250%	\$ 152.41		\$ 0.00
09-Sep-05		\$ 164,220.87	4.1250%	\$ 171.22		\$ 0.00
10-Sep-05		\$ 164,220.87	4.1250%	\$ 190.04		\$ 0.00
11-Sep-05		\$ 164,220.87	4.1250%	\$ 208.86		\$ 0.00
12-Sep-05		\$ 164,220.87	4.2150%	\$ 228.09		\$ 0.00
13-Sep-05		\$ 164,220.87	4.2150%	\$ 247.31		\$ 0.00
14-Sep-05	\$ 85.28	\$ 164,306.15	4.3050%	\$ 266.96		\$ 0.00
15-Sep-05		\$ 164,306.15	4.3050%	\$ 286.61		\$ 0.00
16-Sep-05	(\$15,680.12)	\$ 148,626.03	4.3050%	\$ 304.38		\$ 0.00
17-Sep-05		\$ 148,626.03	4.3050%	\$ 322.16		\$ 0.00
18-Sep-05		\$ 148,626.03	4.3050%	\$ 339.93		\$ 0.00
19-Sep-05		\$ 148,626.03	4.3050%	\$ 357.70		\$ 0.00
20-Sep-05	(\$30,000.00)	\$ 118,626.03	4.2850%	\$ 371.82		\$ 0.00
21-Sep-05	\$ 9,874.76	\$ 128,500.79	4.2850%	\$ 387.12		\$ 0.00
22-Sep-05		\$ 128,500.79	4.2850%	\$ 402.41		\$ 0.00
23-Sep-05		\$ 128,500.79	4.2850%	\$ 417.71		\$ 0.00
24-Sep-05		\$ 128,500.79	4.2850%	\$ 433.00		\$ 0.00
25-Sep-05		\$ 128,500.79	4.2850%	\$ 448.30		\$ 0.00
26-Sep-05		\$ 128,500.79	4.2850%	\$ 463.59		\$ 0.00
27-Sep-05		\$ 128,500.79	4.2850%	\$ 478.89		\$ 0.00
28-Sep-05	\$ 624.58	\$ 129,125.37	4.2850%	\$ 494.26		\$ 0.00
29-Sep-05		\$ 129,125.37	4.2850%	\$ 509.63		\$ 0.00
30-Sep-05		\$ 129,125.37	4.2850%	\$ 525.00		\$ 0.00
<b>TOTAL</b>	<b>(\$34,498.93)</b>	<b>\$ 0.00</b>	<b>4.2393%</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>

**INTERCOMPANY LOAN AGREEMENT****GROUP: PACIFICORP GROUP HOLDINGS****SUBSIDIARY: PACIFICORP TRANS**

<u>DATE</u>	<u>DAILY ACTIVITY PGH ADV / (REC)</u>	<u>PGH REC/(PAY)</u>	<u>DAILY % RATE</u>	<u>trans pays int</u>	<u>PGH pays int</u>	<u>INT PMT</u>
BALANCE FORWARD		\$ 165,616.49		\$ 559.28	\$ 0.00	
01-Aug-05	\$ 986.88	\$ 166,603.37	3.7650%	\$ 17.42 (\$559.28)	\$ 0.00	
02-Aug-05		\$ 166,603.37	3.7650%	\$ 34.85	\$ 0.00	
03-Aug-05	\$ 35.97	\$ 166,639.34	3.7650%	\$ 52.28	\$ 0.00	
04-Aug-05		\$ 166,639.34	4.0150%	\$ 70.86	\$ 0.00	
05-Aug-05	\$ 90.00	\$ 166,729.34	4.0350%	\$ 89.55	\$ 0.00	
06-Aug-05		\$ 166,729.34	4.0350%	\$ 108.24	\$ 0.00	
07-Aug-05		\$ 166,729.34	4.0350%	\$ 126.92	\$ 0.00	
08-Aug-05		\$ 166,729.34	4.0150%	\$ 145.52	\$ 0.00	
09-Aug-05	\$ 40.28	\$ 166,769.62	4.0150%	\$ 164.12	\$ 0.00	
10-Aug-05	\$ 28,423.52	\$ 195,193.14	4.0150%	\$ 185.89	\$ 0.00	
11-Aug-05		\$ 195,193.14	4.0150%	\$ 207.66	\$ 0.00	
12-Aug-05	\$ 14,102.26	\$ 209,295.40	4.0350%	\$ 231.12	\$ 0.00	
13-Aug-05		\$ 209,295.40	4.0350%	\$ 254.57	\$ 0.00	
14-Aug-05		\$ 209,295.40	4.0350%	\$ 278.03	\$ 0.00	
15-Aug-05	(\$47,031.38)	\$ 162,264.02	4.0350%	\$ 296.22	\$ 0.00	
16-Aug-05		\$ 162,264.02	4.0350%	\$ 314.41	\$ 0.00	
17-Aug-05	\$ 13.92	\$ 162,277.94	4.1550%	\$ 333.14	\$ 0.00	
18-Aug-05	\$ 167.61	\$ 162,445.55	4.1550%	\$ 351.88	\$ 0.00	
19-Aug-05	\$ 523.45	\$ 162,969.00	4.1550%	\$ 370.69	\$ 0.00	
20-Aug-05		\$ 162,969.00	4.1550%	\$ 389.50	\$ 0.00	
21-Aug-05		\$ 162,969.00	4.1550%	\$ 408.31	\$ 0.00	
22-Aug-05	\$ 486.00	\$ 163,455.00	4.1550%	\$ 427.18	\$ 0.00	
23-Aug-05		\$ 163,455.00	4.1350%	\$ 445.95	\$ 0.00	
24-Aug-05		\$ 163,455.00	4.1450%	\$ 464.77	\$ 0.00	
25-Aug-05		\$ 163,455.00	4.1450%	\$ 483.59	\$ 0.00	
26-Aug-05		\$ 163,455.00	4.1450%	\$ 502.41	\$ 0.00	
27-Aug-05		\$ 163,455.00	4.1450%	\$ 521.23	\$ 0.00	
28-Aug-05		\$ 163,455.00	4.1450%	\$ 540.05	\$ 0.00	
29-Aug-05	\$ 169.30	\$ 163,624.30	4.1450%	\$ 558.89	\$ 0.00	
30-Aug-05		\$ 163,624.30	4.1450%	\$ 577.73	\$ 0.00	
31-Aug-05		\$ 163,624.30	4.1450%	\$ 596.57	\$ 0.00	
<b>TOTAL</b>	<b>(\$1,992.19)</b>	<b>\$ 163,624.30</b>	<b>4.0605%</b>	<b>596.57</b>	<b>0.00</b>	<b>0.00</b>

## INTERCOMPANY LOAN AGREEMENT

GROUP: PACIFICORP GROUP HOLDINGS

SUBSIDIARY: PACIFICORP TRANS

DATE	DAILY ACTIVITY PGH ADV / (REC)	PGH REC/(PAY)	DAILY % RATE	trans pays int	PGH pays int	INT PMT
BALANCE FORWARD		\$ 130,065.18		\$ 341.00	\$ 0.00	
01-Jul-05	\$ 341.00	\$ 130,406.18	3.7650%	\$ 13.64	(\$ 341.00)	\$ 0.00
02-Jul-05		\$ 130,406.18	3.7650%	\$ 27.28		\$ 0.00
03-Jul-05		\$ 130,406.18	3.7650%	\$ 40.92		\$ 0.00
04-Jul-05		\$ 130,406.18	3.7650%	\$ 54.56		\$ 0.00
05-Jul-05	\$ 18,730.29	\$ 149,136.47	3.7650%	\$ 70.15		\$ 0.00
06-Jul-05	\$ 18,384.40	\$ 167,520.87	3.8550%	\$ 88.09		\$ 0.00
07-Jul-05		\$ 167,520.87	3.9150%	\$ 106.31		\$ 0.00
08-Jul-05		\$ 167,520.87	3.9150%	\$ 124.53		\$ 0.00
09-Jul-05		\$ 167,520.87	3.9150%	\$ 142.75		\$ 0.00
10-Jul-05		\$ 167,520.87	3.9150%	\$ 160.96		\$ 0.00
11-Jul-05	\$ 168.22	\$ 167,689.09	3.9150%	\$ 179.20		\$ 0.00
12-Jul-05		\$ 167,689.09	3.9150%	\$ 197.44		\$ 0.00
13-Jul-05		\$ 167,689.09	3.8550%	\$ 215.39		\$ 0.00
14-Jul-05		\$ 167,689.09	3.8550%	\$ 233.35		\$ 0.00
15-Jul-05	\$ 15,067.93	\$ 182,757.02	3.8550%	\$ 252.92		\$ 0.00
16-Jul-05		\$ 182,757.02	3.8550%	\$ 272.49		\$ 0.00
17-Jul-05		\$ 182,757.02	3.8550%	\$ 292.06		\$ 0.00
18-Jul-05	\$ 87.06	\$ 182,844.08	3.8550%	\$ 311.64		\$ 0.00
19-Jul-05		\$ 182,844.08	3.8550%	\$ 331.22		\$ 0.00
20-Jul-05		\$ 182,844.08	3.8550%	\$ 350.80		\$ 0.00
21-Jul-05		\$ 182,844.08	3.8550%	\$ 370.38		\$ 0.00
22-Jul-05		\$ 182,844.08	3.8550%	\$ 389.96		\$ 0.00
23-Jul-05		\$ 182,844.08	3.8550%	\$ 409.54		\$ 0.00
24-Jul-05		\$ 182,844.08	3.8550%	\$ 429.12		\$ 0.00
25-Jul-05	\$ 20,543.23	\$ 203,387.31	3.8550%	\$ 450.90		\$ 0.00
26-Jul-05		\$ 203,387.31	3.8550%	\$ 472.68		\$ 0.00
27-Jul-05	(\$37,770.82)	\$ 165,616.49	3.7650%	\$ 490.00		\$ 0.00
28-Jul-05		\$ 165,616.49	3.7650%	\$ 507.32		\$ 0.00
29-Jul-05		\$ 165,616.49	3.7650%	\$ 524.64		\$ 0.00
30-Jul-05		\$ 165,616.49	3.7650%	\$ 541.96		\$ 0.00
31-Jul-05		\$ 165,616.49	3.7650%	\$ 559.28		\$ 0.00
TOTAL	\$ 35,551.31	\$ 165,616.49	3.8376%	559.28		0.00

## INTERCOMPANY LOAN AGREEMENT

GROUP: PACIFICORP GROUP HOLDINGS

SUBSIDIARY: PACE GROUP

DATE	DAILY ACTIVITY PGH ADV / (REC)	PGH REC/(PAY)	DAILY % RATE	PACE owes int	(INT PMT)	PGH owes int	INT PMT
BALANCE FORWARD		(\$2,176,943.03)		\$ 0.00		(\$7,658.09)	
01-Sep-05		(\$2,176,943.03)	4.1750%	\$ 0.00		(\$252.47)	\$ 7,658.09
02-Sep-05		(\$2,176,943.03)	4.1850%	\$ 0.00		(\$505.54)	
03-Sep-05		(\$2,176,943.03)	4.1850%	\$ 0.00		(\$758.61)	
04-Sep-05		(\$2,176,943.03)	4.1850%	\$ 0.00		(\$1,011.68)	
05-Sep-05		(\$2,176,943.03)	4.1850%	\$ 0.00		(\$1,264.75)	
06-Sep-05		(\$2,176,943.03)	4.1850%	\$ 0.00		(\$1,517.82)	
07-Sep-05	(\$24,476.12)	(\$2,201,419.15)	4.1850%	\$ 0.00		(\$1,773.73)	
08-Sep-05		(\$2,201,419.15)	4.1250%	\$ 0.00		(\$2,025.98)	
09-Sep-05		(\$2,201,419.15)	4.1250%	\$ 0.00		(\$2,278.22)	
10-Sep-05		(\$2,201,419.15)	4.1250%	\$ 0.00		(\$2,530.47)	
11-Sep-05		(\$2,201,419.15)	4.1250%	\$ 0.00		(\$2,782.72)	
12-Sep-05		(\$2,201,419.15)	4.2150%	\$ 0.00		(\$3,040.46)	
13-Sep-05		(\$2,201,419.15)	4.2150%	\$ 0.00		(\$3,298.21)	
14-Sep-05		(\$2,201,419.15)	4.3050%	\$ 0.00		(\$3,561.47)	
15-Sep-05		(\$2,201,419.15)	4.3050%	\$ 0.00		(\$3,824.72)	
16-Sep-05	\$ 3,102.39	(\$2,198,316.76)	4.3050%	\$ 0.00		(\$4,087.60)	
17-Sep-05		(\$2,198,316.76)	4.3050%	\$ 0.00		(\$4,350.48)	
18-Sep-05		(\$2,198,316.76)	4.3050%	\$ 0.00		(\$4,613.37)	
19-Sep-05		(\$2,198,316.76)	4.3050%	\$ 0.00		(\$4,876.25)	
20-Sep-05		(\$2,198,316.76)	4.2850%	\$ 0.00		(\$5,137.91)	
21-Sep-05		(\$2,198,316.76)	4.2850%	\$ 0.00		(\$5,399.57)	
22-Sep-05		(\$2,198,316.76)	4.2850%	\$ 0.00		(\$5,661.23)	
23-Sep-05		(\$2,198,316.76)	4.2850%	\$ 0.00		(\$5,922.89)	
24-Sep-05		(\$2,198,316.76)	4.2850%	\$ 0.00		(\$6,184.55)	
25-Sep-05		(\$2,198,316.76)	4.2850%	\$ 0.00		(\$6,446.21)	
26-Sep-05		(\$2,198,316.76)	4.2850%	\$ 0.00		(\$6,707.87)	
27-Sep-05		(\$2,198,316.76)	4.2850%	\$ 0.00		(\$6,969.53)	
28-Sep-05		(\$2,198,316.76)	4.2850%	\$ 0.00		(\$7,231.20)	
29-Sep-05	\$ 18,363.00	(\$2,179,953.76)	4.2850%	\$ 0.00		(\$7,490.67)	
30-Sep-05		(\$2,179,953.76)	4.2850%	\$ 0.00		(\$7,750.15)	
TOTAL	(\$3,010.73)	\$ 0.00	4.2393%		0.00		0.00

## INTERCOMPANY LOAN AGREEMENT

GROUP: PACIFICORP GROUP HOLDINGS

SUBSIDIARY: PACE GROUP

DATE	DAILY ACTIVITY PGH ADV / (REC)	PGH REC/(PAY)	DAILY % RATE	PACE owes int	(INT PMT)	PGH owes int	INT PMT
BALANCE FORWARD		(\$2,174,310.42)		\$ 0.00		(\$7,279.97)	
01-Aug-05		(\$2,174,310.42)	3.7650%	\$ 0.00		(\$227.39)	\$ 7,279.97
02-Aug-05		(\$2,174,310.42)	3.7650%	\$ 0.00		(\$454.79)	
03-Aug-05		(\$2,174,310.42)	3.7650%	\$ 0.00		(\$682.19)	
04-Aug-05		(\$2,174,310.42)	4.0150%	\$ 0.00		(\$924.68)	
05-Aug-05		(\$2,174,310.42)	4.0350%	\$ 0.00		(\$1,168.39)	
06-Aug-05		(\$2,174,310.42)	4.0350%	\$ 0.00		(\$1,412.09)	
07-Aug-05		(\$2,174,310.42)	4.0350%	\$ 0.00		(\$1,655.79)	
08-Aug-05		(\$2,174,310.42)	4.0150%	\$ 0.00		(\$1,898.29)	
09-Aug-05		(\$2,174,310.42)	4.0150%	\$ 0.00		(\$2,140.79)	
10-Aug-05	(\$24,098.00)	(\$2,198,408.42)	4.0150%	\$ 0.00		(\$2,385.97)	
11-Aug-05		(\$2,198,408.42)	4.0150%	\$ 0.00		(\$2,631.15)	
12-Aug-05		(\$2,198,408.42)	4.0350%	\$ 0.00		(\$2,877.56)	
13-Aug-05		(\$2,198,408.42)	4.0350%	\$ 0.00		(\$3,123.96)	
14-Aug-05		(\$2,198,408.42)	4.0350%	\$ 0.00		(\$3,370.37)	
15-Aug-05		(\$2,198,408.42)	4.0350%	\$ 0.00		(\$3,616.77)	
16-Aug-05		(\$2,198,408.42)	4.0350%	\$ 0.00		(\$3,863.18)	
17-Aug-05		(\$2,198,408.42)	4.1550%	\$ 0.00		(\$4,116.91)	
18-Aug-05		(\$2,198,408.42)	4.1550%	\$ 0.00		(\$4,370.64)	
19-Aug-05		(\$2,198,408.42)	4.1550%	\$ 0.00		(\$4,624.38)	
20-Aug-05		(\$2,198,408.42)	4.1550%	\$ 0.00		(\$4,878.11)	
21-Aug-05		(\$2,198,408.42)	4.1550%	\$ 0.00		(\$5,131.84)	
22-Aug-05		(\$2,198,408.42)	4.1550%	\$ 0.00		(\$5,385.58)	
23-Aug-05		(\$2,198,408.42)	4.1350%	\$ 0.00		(\$5,638.09)	
24-Aug-05	\$ 3,102.39	(\$2,195,306.03)	4.1450%	\$ 0.00		(\$5,890.85)	
25-Aug-05		(\$2,195,306.03)	4.1450%	\$ 0.00		(\$6,143.62)	
26-Aug-05		(\$2,195,306.03)	4.1450%	\$ 0.00		(\$6,396.38)	
27-Aug-05		(\$2,195,306.03)	4.1450%	\$ 0.00		(\$6,649.15)	
28-Aug-05		(\$2,195,306.03)	4.1450%	\$ 0.00		(\$6,901.91)	
29-Aug-05		(\$2,195,306.03)	4.1450%	\$ 0.00		(\$7,154.68)	
30-Aug-05		(\$2,195,306.03)	4.1450%	\$ 0.00		(\$7,407.44)	
31-Aug-05	\$ 18,363.00	(\$2,176,943.03)	4.1450%	\$ 0.00		(\$7,658.09)	
TOTAL	(\$2,632.61)	(\$2,176,943.03)	4.0605%		0.00		0.00

**INTERCOMPANY LOAN AGREEMENT****GROUP: PACIFICORP GROUP HOLDINGS****SUBSIDIARY: PACE GROUP**

<b>DATE</b>	<b>DAILY ACTIVITY PGH ADV / (REC)</b>	<b>PGH REC/(PAY)</b>	<b>DAILY % RATE</b>	<b>PACE owes int</b>	<b>(INT PMT)</b>	<b>PGH owes int</b>	<b>INT PMT</b>
BALANCE FORWARD		(\$2,190,850.59)		\$ 0.00		(\$6,470.19)	
01-Jul-05	(\$24,500.00)	(\$2,215,350.59)	3.7650%	\$ 0.00		(\$231.68)	\$ 6,470.19
02-Jul-05		(\$2,215,350.59)	3.7650%	\$ 0.00		(\$463.37)	
03-Jul-05		(\$2,215,350.59)	3.7650%	\$ 0.00		(\$695.06)	
04-Jul-05		(\$2,215,350.59)	3.7650%	\$ 0.00		(\$926.75)	
05-Jul-05		(\$2,215,350.59)	3.7650%	\$ 0.00		(\$1,158.44)	
06-Jul-05	(\$6,470.19)	(\$2,221,820.78)	3.8550%	\$ 0.00		(\$1,396.36)	
07-Jul-05		(\$2,221,820.78)	3.9150%	\$ 0.00		(\$1,637.98)	
08-Jul-05		(\$2,221,820.78)	3.9150%	\$ 0.00		(\$1,879.61)	
09-Jul-05		(\$2,221,820.78)	3.9150%	\$ 0.00		(\$2,121.23)	
10-Jul-05		(\$2,221,820.78)	3.9150%	\$ 0.00		(\$2,362.85)	
11-Jul-05		(\$2,221,820.78)	3.9150%	\$ 0.00		(\$2,604.47)	
12-Jul-05		(\$2,221,820.78)	3.9150%	\$ 0.00		(\$2,846.10)	
13-Jul-05		(\$2,221,820.78)	3.8550%	\$ 0.00		(\$3,084.02)	
14-Jul-05	\$ 21,465.39	(\$2,200,355.39)	3.8550%	\$ 0.00		(\$3,319.64)	
15-Jul-05		(\$2,200,355.39)	3.8550%	\$ 0.00		(\$3,555.26)	
16-Jul-05		(\$2,200,355.39)	3.8550%	\$ 0.00		(\$3,790.88)	
17-Jul-05		(\$2,200,355.39)	3.8550%	\$ 0.00		(\$4,026.50)	
18-Jul-05		(\$2,200,355.39)	3.8550%	\$ 0.00		(\$4,262.12)	
19-Jul-05		(\$2,200,355.39)	3.8550%	\$ 0.00		(\$4,497.75)	
20-Jul-05		(\$2,200,355.39)	3.8550%	\$ 0.00		(\$4,733.37)	
21-Jul-05		(\$2,200,355.39)	3.8550%	\$ 0.00		(\$4,968.99)	
22-Jul-05	\$ 7,681.97	(\$2,192,673.42)	3.8550%	\$ 0.00		(\$5,203.79)	
23-Jul-05		(\$2,192,673.42)	3.8550%	\$ 0.00		(\$5,438.59)	
24-Jul-05		(\$2,192,673.42)	3.8550%	\$ 0.00		(\$5,673.38)	
25-Jul-05		(\$2,192,673.42)	3.8550%	\$ 0.00		(\$5,908.18)	
26-Jul-05		(\$2,192,673.42)	3.8550%	\$ 0.00		(\$6,142.98)	
27-Jul-05	\$ 18,363.00	(\$2,174,310.42)	3.7650%	\$ 0.00		(\$6,370.38)	
28-Jul-05		(\$2,174,310.42)	3.7650%	\$ 0.00		(\$6,597.78)	
29-Jul-05		(\$2,174,310.42)	3.7650%	\$ 0.00		(\$6,825.17)	
30-Jul-05		(\$2,174,310.42)	3.7650%	\$ 0.00		(\$7,052.57)	
31-Jul-05		(\$2,174,310.42)	3.7650%	\$ 0.00		(\$7,279.97)	
<b>TOTAL</b>	<b>\$ 16,540.17</b>	<b>(\$2,174,310.42)</b>	<b>3.8376%</b>		<b>0.00</b>		<b>0.00</b>

## RULE 52 LOAN AGREEMENT

PARTIES: PPM  
PECL

DATE	DAILY ACTIVITY	PPM LEND (OWE)	DAILY % RATE	PECL pays int	IP	PPM pays Interest
BALANCE FORWARD		\$ 69,262,265.71		0.00		0.00
Prior Month Int. Adj		\$ 69,262,265.71		0.00		0.00
01-Sep-05	(\$1,599,322.50)	\$ 67,662,943.21	3.6700%	6,897.86		
02-Sep-05	\$ 8,700,000.00	\$ 76,362,943.21	3.6700%	14,682.64		
03-Sep-05		\$ 76,362,943.21	3.6700%	22,467.42		
04-Sep-05		\$ 76,362,943.21	3.6700%	30,252.20		
05-Sep-05		\$ 76,362,943.21	3.6700%	38,036.98		
06-Sep-05	\$ 30,049.19	\$ 76,392,992.40	3.6700%	45,824.82		
07-Sep-05	(\$2,500,000.00)	\$ 73,892,992.40	3.6700%	53,357.80		
08-Sep-05	(\$1,800,000.00)	\$ 72,092,992.40	3.6700%	60,707.28		
09-Sep-05	(\$9,402,367.00)	\$ 62,690,625.40	3.6700%	67,098.24		
10-Sep-05		\$ 62,690,625.40	3.6700%	73,489.20		
11-Sep-05		\$ 62,690,625.40	3.6700%	79,880.16		
12-Sep-05	(\$300,000.00)	\$ 62,390,625.40	3.6700%	86,240.54		
13-Sep-05	\$ 197,216.73	\$ 62,587,842.13	3.6700%	92,621.02		
14-Sep-05	(\$21,685,005.75)	\$ 40,902,836.38	3.6700%	96,790.84		
15-Sep-05	\$ 2,169,377.61	\$ 43,072,213.99	3.6700%	101,181.81		
16-Sep-05	\$ 200,000.00	\$ 43,272,213.99	3.6700%	105,593.17		
17-Sep-05		\$ 43,272,213.99	3.6700%	110,004.53		
18-Sep-05		\$ 43,272,213.99	3.6700%	114,415.89		
19-Sep-05	(\$500,000.00)	\$ 42,772,213.99	3.6700%	118,776.28		
20-Sep-05	(\$1,500,000.00)	\$ 41,272,213.99	3.6700%	122,983.75		
21-Sep-05	\$ 5,600,000.00	\$ 46,872,213.99	3.6700%	127,762.11		
22-Sep-05	(\$4,600,000.00)	\$ 42,272,213.99	3.6700%	132,071.53		
23-Sep-05	\$ 101,422,888.58	\$ 143,695,102.57	3.6700%	146,720.45		
24-Sep-05		\$ 143,695,102.57	3.6700%	161,369.37		
25-Sep-05		\$ 143,695,102.57	3.6700%	176,018.29		
26-Sep-05	(\$9,598,001.12)	\$ 134,097,101.45	3.6700%	189,688.74		
27-Sep-05	(\$41,399,990.00)	\$ 92,697,111.45	3.6700%	199,138.70		
28-Sep-05	\$ 7,530,533.10	\$ 100,227,644.55	3.6700%	209,356.35		
29-Sep-05	1,000,000.00	\$ 101,227,644.55	3.6700%	219,675.95		
30-Sep-05	(47,328,690.81)	\$ 53,898,953.74	3.6700%	225,170.65		
30-Sep-05	225,170.65	\$ 54,124,124.39	Add interest to balance	225,170.65		0.00
<b>TOTAL</b>	<b>(\$15,363,311.97)</b>			<b>225,170.65</b>		<b>0.00</b>



**RULE 52 LOAN AGREEMENT**

**PARTIES: PPM**  
**PECL**

<b>DATE</b>	<b>DAILY ACTIVITY</b>	<b>PPM LEND (OWE)</b>	<b>DAILY % RATE</b>	<b>PECL pays int</b>	<b>IP</b>	<b>PPM pays Interest</b>
BALANCE FORWARD		\$ 8,290,187.39		0.00		0.00
Prior Month Int. Adj		\$ 8,290,187.39		0.00		0.00
01-Aug-05	(602,054.01)	7,688,133.38	3.4900%	745.32		
02-Aug-05	(600,000.00)	7,088,133.38	3.4900%	1,432.48		
03-Aug-05	10,000,000.00	\$ 17,088,133.38	3.4900%	3,089.08		
04-Aug-05		\$ 17,088,133.38	3.4900%	4,745.68		
05-Aug-05	(500,000.00)	\$ 16,588,133.38	3.4900%	6,353.81		
06-Aug-05		\$ 16,588,133.38	3.4900%	7,961.94		
07-Aug-05		\$ 16,588,133.38	3.4900%	9,570.07		
08-Aug-05		\$ 16,588,133.38	3.4900%	11,178.20		
09-Aug-05	(618,239.94)	\$ 15,969,893.44	3.4900%	12,726.39		
10-Aug-05	(1,094,571.64)	\$ 14,875,321.80	3.4900%	14,168.47		
11-Aug-05	9,700,000.00	\$ 24,575,321.80	3.4900%	16,550.91		
12-Aug-05	(397,978.50)	\$ 24,177,343.30	3.4900%	18,894.77		
13-Aug-05		\$ 24,177,343.30	3.4900%	21,238.63		
14-Aug-05		\$ 24,177,343.30	3.4900%	23,582.49		
15-Aug-05	(1,215,036.97)	\$ 22,962,306.33	3.4900%	25,808.56		
16-Aug-05	10,005,457.00	\$ 32,967,763.33	3.4900%	29,004.60		
17-Aug-05	4,300,000.00	\$ 37,267,763.33	3.4900%	32,617.50		
18-Aug-05	(100,000.00)	\$ 37,167,763.33	3.4900%	36,220.71		
19-Aug-05	(600,000.00)	\$ 36,567,763.33	3.4900%	39,765.75		
20-Aug-05		\$ 36,567,763.33	3.4900%	43,310.79		
21-Aug-05		\$ 36,567,763.33	3.4900%	46,855.83		
22-Aug-05		\$ 36,567,763.33	3.4900%	50,400.87		
23-Aug-05	600,000.00	\$ 37,167,763.33	3.4900%	54,004.08		
24-Aug-05	64,771,430.70	\$ 101,939,194.03	3.4900%	63,886.52		
25-Aug-05	(5,619,975.01)	\$ 96,319,219.02	3.4900%	73,224.13		
26-Aug-05	129,717.36	\$ 96,448,936.38	3.4900%	82,574.32		
27-Aug-05		\$ 96,448,936.38	3.4900%	91,924.51		
28-Aug-05		\$ 96,448,936.38	3.4900%	101,274.70		
29-Aug-05	14,066,008.31	\$ 110,514,944.69	3.4900%	111,988.51		
30-Aug-05	(54,475,718.33)	\$ 56,039,226.36	3.4900%	117,421.20		
31-Aug-05	13,098,915.59	\$ 69,138,141.95	3.4900%	124,123.76		
31-Aug-05	124,123.76	\$ 69,262,265.71	Add interest to balance	124,123.76		0.00
<b>TOTAL</b>	<b>60,847,954.56</b>					

**RULE 52 LOAN AGREEMENT**

**PARTIES: PPM**  
**PECL**

<u>DATE</u>	<u>DAILY ACTIVITY</u>	<u>PPM LEND (OWE)</u>	<u>DAILY % RATE</u>	<u>PECL pays int</u>	<u>IP</u>	<u>PPM pays Interest</u>
BALANCE FORWARD		(\$587,640.00)		0.00		0.00
Prior Month Int. Adj		(\$587,640.00)		0.00		0.00
01-Jul-05		(587,640.00)	3.3300%			(54.36)
02-Jul-05		(\$587,640.00)	3.3300%			(108.72)
03-Jul-05		(\$587,640.00)	3.3300%			(163.08)
04-Jul-05		(\$587,640.00)	3.3300%			(217.44)
05-Jul-05		(\$587,640.00)	3.3300%			(271.80)
06-Jul-05		(\$587,640.00)	3.3300%			(326.16)
07-Jul-05		(\$587,640.00)	3.3300%			(380.52)
08-Jul-05		(\$587,640.00)	3.3300%			(434.88)
09-Jul-05		(\$587,640.00)	3.3300%			(489.24)
10-Jul-05		(\$587,640.00)	3.3300%			(543.60)
11-Jul-05		(\$587,640.00)	3.3300%			(597.96)
12-Jul-05	100,000.00	(\$487,640.00)	3.3300%			(643.07)
13-Jul-05		(\$487,640.00)	3.3300%			(688.18)
14-Jul-05		(\$487,640.00)	3.3300%			(733.29)
15-Jul-05		(\$487,640.00)	3.3300%			(778.40)
16-Jul-05		(\$487,640.00)	3.3300%			(823.51)
17-Jul-05		(\$487,640.00)	3.3300%			(868.62)
18-Jul-05		(\$487,640.00)	3.3300%			(913.73)
19-Jul-05		(\$487,640.00)	3.3300%			(958.84)
20-Jul-05		(\$487,640.00)	3.3300%			(1,003.95)
21-Jul-05		(\$487,640.00)	3.3300%			(1,049.06)
22-Jul-05		(\$487,640.00)	3.3300%			(1,094.17)
23-Jul-05		(\$487,640.00)	3.3300%			(1,139.28)
24-Jul-05		(\$487,640.00)	3.3300%			(1,184.39)
25-Jul-05	4,949,277.53	\$ 4,461,637.53	3.3300%	412.70		(1,184.39)
26-Jul-05	(2,279,352.04)	\$ 2,182,285.49	3.3300%	614.56		(1,184.39)
27-Jul-05		\$ 2,182,285.49	3.3300%	816.42		(1,184.39)
28-Jul-05	(2,214,440.77)	(\$32,155.28)	3.3300%	816.42		(1,187.36)
29-Jul-05	2,515.74	(\$29,639.54)	3.3300%	816.42		(1,190.10)
30-Jul-05	55,353,999.37	\$ 55,324,359.83	3.3300%	5,933.92		(1,190.10)
31-Jul-05	(47,039,682.59)	\$ 8,284,677.24	3.3300%	6,700.25		(1,190.10)
31-Jul-05	5,510.15	\$ 8,290,187.39	Add interest to balance	6,700.25		(1,190.10)
<b>TOTAL</b>	<b>8,872,317.24</b>					

## RULE 52 LOAN AGREEMENT

PARTIES: PPM ENERGY INC  
ENSTOR Op Co.

DATE	DAILY ACTIVITY PPM ADV / (REC T)	PPM REC /(PAY)	DAILY % RATE	ENSTOR pays int	IP	PPM pays int	INT PMT
BALANCE FORWARD		\$ 3,307,343.58		0		0.00	
Final Prior Month Interest	\$ 9,354.35	\$ 3,316,697.93					
Adjust to G/ L		\$ 3,316,697.93					
01-Sep-05	(\$65,338.23)	\$ 3,251,359.70	3.6700%	331.46		0.00	
02-Sep-05	(\$11,504.84)	\$ 3,239,854.86	3.6700%	661.74		0.00	
03-Sep-05		\$ 3,239,854.86	3.6700%	992.03		0.00	
04-Sep-05		\$ 3,239,854.86	3.6700%	1,322.31		0.00	
05-Sep-05		\$ 3,239,854.86	3.6700%	1,652.60		0.00	
06-Sep-05	\$ 1,362.88	\$ 3,241,217.74	3.6700%	1,983.02		0.00	
07-Sep-05	(\$50,203.01)	\$ 3,191,014.73	3.6700%	2,308.33		0.00	
08-Sep-05		\$ 3,191,014.73	3.6700%	2,633.64		0.00	
09-Sep-05	\$ 142.44	\$ 3,191,157.17	3.6700%	2,958.96		0.00	
10-Sep-05	\$ 1,727,281.00	\$ 4,918,438.17	3.6700%	3,460.36		0.00	
11-Sep-05		\$ 4,918,438.17	3.6700%	3,961.77		0.00	
12-Sep-05	\$ 3,865.67	\$ 4,922,303.84	3.6700%	4,463.57		0.00	
13-Sep-05	(\$14,543.88)	\$ 4,907,759.96	3.6700%	4,963.89		0.00	
14-Sep-05	(\$280.16)	\$ 4,907,479.80	3.6700%	5,464.18		0.00	
15-Sep-05	(\$35,725.27)	\$ 4,871,754.53	3.6700%	5,960.83		0.00	
16-Sep-05	(\$113,448.38)	\$ 4,758,306.15	3.6700%	6,445.91		0.00	
17-Sep-05		\$ 4,758,306.15	3.6700%	6,931.00		0.00	
18-Sep-05		\$ 4,758,306.15	3.6700%	7,416.08		0.00	
19-Sep-05	\$ 279,698.53	\$ 5,038,004.68	3.6700%	7,929.68		0.00	
20-Sep-05	\$ 1,707.93	\$ 5,039,712.61	3.6700%	8,443.45		0.00	
21-Sep-05	\$ 25,757.59	\$ 5,065,470.20	3.6700%	8,959.84		0.00	
22-Sep-05	(\$9,977.12)	\$ 5,055,493.08	3.6700%	9,475.22		0.00	
23-Sep-05	(\$9,805.47)	\$ 5,045,687.61	3.6700%	9,989.60		0.00	
24-Sep-05		\$ 5,045,687.61	3.6700%	10,503.98		0.00	
25-Sep-05		\$ 5,045,687.61	3.6700%	11,018.36		0.00	
26-Sep-05	(\$179.43)	\$ 5,045,508.18	3.6700%	11,532.72		0.00	
27-Sep-05	(\$53,755.41)	\$ 4,991,752.77	3.6700%	12,041.60		0.00	
28-Sep-05	(\$855,601.96)	\$ 4,136,150.81	3.6700%	12,463.26		0.00	
29-Sep-05		\$ 4,136,150.81	3.6700%	12,884.92		0.00	
30-Sep-05	(\$1,522,949.18)	\$ 2,613,201.63	3.6700%	13,151.32		0.00	
30-Sep-05	\$ 13,151.32	\$ 2,626,352.95	Add Interest to current month				
<b>TOTAL</b>	<b>(\$703,496.30)</b>			<b>13,151.32</b>		<b>0.00</b>	

**RULE 52 LOAN AGREEMENT**

**PARTIES: PPM ENERGY INC**  
**ENSTOR Op Co.**

<u>DATE</u>	<u>DAILY ACTIVITY</u> <u>PPM ADV / (REC T)</u>	<u>PPM REC/(PAY)</u>	<u>DAILY</u> <u>%</u> <u>RATE</u>	<u>ENSTOR</u> <u>pays int</u>	<u>IP</u>	<u>PPM</u> <u>pays int</u>	<u>INT PMT</u>
BALANCE FORWARD		\$ 2,179,068.17		0		0.00	
Final Prior Month interest	\$ 2,930.10	\$ 2,181,998.28					
Adjust to G/ L	(\$0.01)	\$ 2,181,998.27					
01-Aug-05		\$ 2,181,998.27	3.4900%	211.53		0.00	
02-Aug-05	(\$890.63)	\$ 2,181,107.64	3.4900%	422.98		0.00	
03-Aug-05	(\$10,749.77)	\$ 2,170,357.87	3.4900%	633.38		0.00	
04-Aug-05		\$ 2,170,357.87	3.4900%	843.79		0.00	
05-Aug-05	(\$22,929.30)	\$ 2,147,428.57	3.4900%	1,051.97		0.00	
06-Aug-05		\$ 2,147,428.57	3.4900%	1,260.15		0.00	
07-Aug-05		\$ 2,147,428.57	3.4900%	1,468.33		0.00	
08-Aug-05	(\$62.43)	\$ 2,147,366.14	3.4900%	1,676.51		0.00	
09-Aug-05		\$ 2,147,366.14	3.4900%	1,884.68		0.00	
10-Aug-05	\$ 1,239,981.31	\$ 3,387,347.45	3.4900%	2,213.07		0.00	
11-Aug-05	(\$70,086.37)	\$ 3,317,261.08	3.4900%	2,534.66		0.00	
12-Aug-05	\$ 260,918.77	\$ 3,578,179.85	3.4900%	2,881.54		0.00	
13-Aug-05		\$ 3,578,179.85	3.4900%	3,228.43		0.00	
14-Aug-05		\$ 3,578,179.85	3.4900%	3,575.31		0.00	
15-Aug-05		\$ 3,578,179.85	3.4900%	3,922.19		0.00	
16-Aug-05		\$ 3,578,179.85	3.4900%	4,269.08		0.00	
17-Aug-05	\$ 23,380.18	\$ 3,601,560.03	3.4900%	4,618.23		0.00	
18-Aug-05		\$ 3,601,560.03	3.4900%	4,967.38		0.00	
19-Aug-05		\$ 3,601,560.03	3.4900%	5,316.53		0.00	
20-Aug-05		\$ 3,601,560.03	3.4900%	5,665.68		0.00	
21-Aug-05		\$ 3,601,560.03	3.4900%	6,014.84		0.00	
22-Aug-05	\$ 1,900.00	\$ 3,603,460.03	3.4900%	6,364.17		0.00	
23-Aug-05	(\$78,014.27)	\$ 3,525,445.76	3.4900%	6,705.94		0.00	
24-Aug-05	(\$12,670.16)	\$ 3,512,775.60	3.4900%	7,046.49		0.00	
25-Aug-05	(\$39,875.52)	\$ 3,472,900.08	3.4900%	7,383.17		0.00	
26-Aug-05	(\$51,176.51)	\$ 3,421,723.57	3.4900%	7,714.88		0.00	
27-Aug-05		\$ 3,421,723.57	3.4900%	8,046.60		0.00	
28-Aug-05		\$ 3,421,723.57	3.4900%	8,378.32		0.00	
29-Aug-05	(\$1,866.09)	\$ 3,419,857.48	3.4900%	8,709.85		0.00	
30-Aug-05	(\$79,061.53)	\$ 3,340,795.95	3.4900%	9,033.72		0.00	
31-Aug-05	(\$33,452.37)	\$ 3,307,343.58	3.4900%	9,354.35		0.00	
31-Aug-05	\$ 9,354.35	\$ 3,316,697.93	Add Interest to current month				
<b>TOTAL</b>	<b>\$ 1,125,345.31</b>			<b>9,354.35</b>		<b>0.00</b>	

**RULE 52 LOAN AGREEMENT**

**PARTIES: PPM ENERGY INC**  
**ENSTOR Op Co.**

DATE	DAILY ACTIVITY		DAILY % RATE	ENSTOR pays int	IP	PPM pays int	INT PMT
	PPM ADV / (REC T)	PPM REC/(PAY)					
BALANCE FORWARD		\$ 350,811.56		0		0.00	
Final Prior Month Interest		\$ 350,811.56					
Adjust to G/ L	\$ 0.01	\$ 350,811.57					
01-Jul-05	(\$4,520.07)	\$ 346,291.50	3.3300%	32.03		0.00	
02-Jul-05		\$ 346,291.50	3.3300%	64.06		0.00	
03-Jul-05		\$ 346,291.50	3.3300%	96.10		0.00	
04-Jul-05		\$ 346,291.50	3.3300%	128.13		0.00	
05-Jul-05	\$ 2,575.00	\$ 348,866.50	3.3300%	160.40		0.00	
06-Jul-05	(\$77.33)	\$ 348,789.17	3.3300%	192.66		0.00	
07-Jul-05		\$ 348,789.17	3.3300%	224.92		0.00	
08-Jul-05		\$ 348,789.17	3.3300%	257.19		0.00	
09-Jul-05		\$ 348,789.17	3.3300%	289.45		0.00	
10-Jul-05		\$ 348,789.17	3.3300%	321.71		0.00	
11-Jul-05		\$ 348,789.17	3.3300%	353.98		0.00	
12-Jul-05		\$ 348,789.17	3.3300%	386.24		0.00	
13-Jul-05	(\$59,782.29)	\$ 289,006.88	3.3300%	412.97		0.00	
14-Jul-05	(\$157,794.41)	\$ 131,212.47	3.3300%	425.11		0.00	
15-Jul-05	\$ 725.00	\$ 131,937.47	3.3300%	437.31		0.00	
16-Jul-05		\$ 131,937.47	3.3300%	449.52		0.00	
17-Jul-05		\$ 131,937.47	3.3300%	461.72		0.00	
18-Jul-05	\$ 1,334,544.70	\$ 1,466,482.17	3.3300%	597.37		0.00	
19-Jul-05	\$ 406,794.21	\$ 1,873,276.38	3.3300%	770.65		0.00	
20-Jul-05	(\$94,598.69)	\$ 1,778,677.69	3.3300%	935.18		0.00	
21-Jul-05	(\$56,756.29)	\$ 1,721,921.40	3.3300%	1,094.46		0.00	
22-Jul-05	\$ 16,280.18	\$ 1,738,201.58	3.3300%	1,255.24		0.00	
23-Jul-05		\$ 1,738,201.58	3.3300%	1,416.02		0.00	
24-Jul-05		\$ 1,738,201.58	3.3300%	1,576.81		0.00	
25-Jul-05	(\$92,498.67)	\$ 1,645,702.91	3.3300%	1,729.03		0.00	
26-Jul-05		\$ 1,645,702.91	3.3300%	1,881.26		0.00	
27-Jul-05	(\$20,832.11)	\$ 1,624,870.80	3.3300%	2,031.56		0.00	
28-Jul-05	\$ 1,565,114.67	\$ 3,189,985.47	3.3300%	2,326.64		0.00	
29-Jul-05	(\$1,017,536.72)	\$ 2,172,448.75	3.3300%	2,527.59		0.00	
30-Jul-05		\$ 2,172,448.75	3.3300%	2,728.54		0.00	
31-Jul-05	\$ 6,619.42	\$ 2,179,068.17	3.3300%	2,930.10		0.00	
31-Jul-05	\$ 2,930.10	\$ 2,181,998.28	Add Interest to current month				
<b>TOTAL</b>	<b>\$ 1,828,256.60</b>			<b>2,930.10</b>		<b>0.00</b>	

## RULE 52 LOAN AGREEMENT

PARTIES: PPM ENERGY INC

Katy

DATE	DAILY ACTIVITY		DAILY		IP	PPM pays int	INT PMT
	PPM ADV / (REC T)	PPM REC/(PAY)	% RATE	Katy pays int			
BALANCE FORWARD		\$ 104,581,922.07		0		0.00	
Prior Month Interest	\$ 303,996.73	\$ 104,885,918.80		0.00		0.00	
Final Prior month Interest		\$ 104,885,918.80					
01-Sep-05	\$ 11,440.94	\$ 104,897,359.74	3.6700%	10,693.70		0.00	
02-Sep-05	\$ 8,887.52	\$ 104,906,247.26	3.6700%	21,388.31		0.00	
03-Sep-05		\$ 104,906,247.26	3.6700%	32,082.92		0.00	
04-Sep-05		\$ 104,906,247.26	3.6700%	42,777.53		0.00	
05-Sep-05		\$ 104,906,247.26	3.6700%	53,472.14		0.00	
06-Sep-05		\$ 104,906,247.26	3.6700%	64,166.75		0.00	
07-Sep-05	\$ 32,337.11	\$ 104,938,584.37	3.6700%	74,864.65		0.00	
08-Sep-05		\$ 104,938,584.37	3.6700%	85,562.56		0.00	
09-Sep-05		\$ 104,938,584.37	3.6700%	96,260.47		0.00	
10-Sep-05	(\$1,157,957.18)	\$ 103,780,627.19	3.6700%	106,840.32		0.00	
11-Sep-05		\$ 103,780,627.19	3.6700%	117,420.18		0.00	
12-Sep-05		\$ 103,780,627.19	3.6700%	128,000.04		0.00	
13-Sep-05	\$ 14,543.88	\$ 103,795,171.07	3.6700%	138,581.38		0.00	
14-Sep-05		\$ 103,795,171.07	3.6700%	149,162.72		0.00	
15-Sep-05	\$ 6,220.00	\$ 103,801,391.07	3.6700%	159,744.70		0.00	
16-Sep-05	\$ 95,733.49	\$ 103,897,124.56	3.6700%	170,336.43		0.00	
17-Sep-05		\$ 103,897,124.56	3.6700%	180,928.17		0.00	
18-Sep-05		\$ 103,897,124.56	3.6700%	191,519.90		0.00	
19-Sep-05	\$ 8,769.71	\$ 103,905,894.27	3.6700%	202,112.53		0.00	
20-Sep-05		\$ 103,905,894.27	3.6700%	212,705.16		0.00	
21-Sep-05	(\$10,763.98)	\$ 103,895,130.29	3.6700%	223,296.69		0.00	
22-Sep-05		\$ 103,895,130.29	3.6700%	233,888.22		0.00	
23-Sep-05	\$ 9,773.55	\$ 103,904,903.84	3.6700%	244,480.75		0.00	
24-Sep-05		\$ 103,904,903.84	3.6700%	255,073.28		0.00	
25-Sep-05	(\$215,967.29)	\$ 103,688,936.55	3.6700%	265,643.79		0.00	
26-Sep-05		\$ 103,688,936.55	3.6700%	276,214.30		0.00	
27-Sep-05	\$ 53,755.41	\$ 103,742,691.96	3.6700%	286,790.29		0.00	
28-Sep-05	\$ 29,081.85	\$ 103,771,773.81	3.6700%	297,369.25		0.00	
29-Sep-05		\$ 103,771,773.81	3.6700%	307,948.20		0.00	
30-Sep-05	\$ 1,077,918.62	\$ 104,849,692.43	3.6700%	318,637.05		0.00	
30-Sep-05	\$ 318,637.05	\$ 105,168,329.48	Add interest to final balance				
<b>TOTAL</b>	<b>(\$36,226.37)</b>			<b>318,637.05</b>		<b>0.00</b>	

**RULE 52 LOAN AGREEMENT****PARTIES: PPM ENERGY INC****Katy**

<u>DATE</u>	<u>DAILY ACTIVITY</u>		<u>DAILY</u>	<u>Katy</u>	<u>PPM</u>	<u>INT PMT</u>
	<u>PPM ADV / (REC T)</u>	<u>PPM REC/(PAY)</u>	<u>% RATE</u>	<u>pays int</u>	<u>IP</u>	<u>pays int</u>
BALANCE FORWARD		\$ 105,715,429.93		0		0.00
Prior Month Interest	\$ 295,809.49	\$ 106,011,239.42		0.00		0.00
Final Prior month Interest		\$ 106,011,239.42				
01-Aug-05		\$ 106,011,239.42	3.4900%	10,277.20		0.00
02-Aug-05		\$ 106,011,239.42	3.4900%	20,554.40		0.00
03-Aug-05	\$ 10,724.49	\$ 106,021,963.91	3.4900%	30,832.64		0.00
04-Aug-05		\$ 106,021,963.91	3.4900%	41,110.88		0.00
05-Aug-05	\$ 21,085.10	\$ 106,043,049.01	3.4900%	51,391.17		0.00
06-Aug-05		\$ 106,043,049.01	3.4900%	61,671.45		0.00
07-Aug-05		\$ 106,043,049.01	3.4900%	71,951.74		0.00
08-Aug-05	(\$1,954.63)	\$ 106,041,094.38	3.4900%	82,231.83		0.00
09-Aug-05		\$ 106,041,094.38	3.4900%	92,511.93		0.00
10-Aug-05	(\$2,241,516.79)	\$ 103,799,577.59	3.4900%	102,574.72		0.00
11-Aug-05	\$ 22,329.04	\$ 103,821,906.63	3.4900%	112,639.68		0.00
12-Aug-05	\$ 18,308.50	\$ 103,840,215.13	3.4900%	122,706.41		0.00
13-Aug-05		\$ 103,840,215.13	3.4900%	132,773.14		0.00
14-Aug-05		\$ 103,840,215.13	3.4900%	142,839.87		0.00
15-Aug-05		\$ 103,840,215.13	3.4900%	152,906.60		0.00
16-Aug-05		\$ 103,840,215.13	3.4900%	162,973.33		0.00
17-Aug-05	(\$23,380.18)	\$ 103,816,834.95	3.4900%	173,037.80		0.00
18-Aug-05		\$ 103,816,834.95	3.4900%	183,102.27		0.00
19-Aug-05		\$ 103,816,834.95	3.4900%	193,166.73		0.00
20-Aug-05		\$ 103,816,834.95	3.4900%	203,231.20		0.00
21-Aug-05		\$ 103,816,834.95	3.4900%	213,295.66		0.00
22-Aug-05		\$ 103,816,834.95	3.4900%	223,360.13		0.00
23-Aug-05	\$ 32,374.68	\$ 103,849,209.63	3.4900%	233,427.73		0.00
24-Aug-05	\$ 42,305.15	\$ 103,891,514.78	3.4900%	243,499.44		0.00
25-Aug-05	\$ 16,266.16	\$ 103,907,780.94	3.4900%	253,572.72		0.00
26-Aug-05	\$ 6,507.81	\$ 103,914,288.75	3.4900%	263,646.63		0.00
27-Aug-05		\$ 103,914,288.75	3.4900%	273,720.54		0.00
28-Aug-05	\$ 8,600.00	\$ 103,922,888.75	3.4900%	283,795.29		0.00
29-Aug-05		\$ 103,922,888.75	3.4900%	293,870.04		0.00
30-Aug-05	\$ 535,871.82	\$ 104,458,760.57	3.4900%	303,996.73		0.00
31-Aug-05	\$ 123,161.50	\$ 104,581,922.07				
31-Aug-05		\$ 303,996.73	Add interest to final balance			
<b>TOTAL</b>	<b>(\$1,429,317.35)</b>			<b>303,996.73</b>		<b>0.00</b>

## RULE 52 LOAN AGREEMENT

PARTIES: PPM ENERGY INC

Katy

DATE	DAILY ACTIVITY PPM ADV / (REC T)	PPM REC/(PAY)	DAILY % RATE	Katy pays int	IP	PPM pays int	INT PMT
BALANCE FORWARD		\$ 107,210,444.49		0		0.00	
Prior Month Interest		\$ 107,210,444.49		0.00		0.00	
Final Prior month Interest		\$ 107,210,444.49					
01-Jul-05	\$ 942.96	\$ 107,211,387.45	3.3300%	9,917.05		0.00	
02-Jul-05		\$ 107,211,387.45	3.3300%	19,834.11		0.00	
03-Jul-05		\$ 107,211,387.45	3.3300%	29,751.16		0.00	
04-Jul-05		\$ 107,211,387.45	3.3300%	39,668.21		0.00	
05-Jul-05		\$ 107,211,387.45	3.3300%	49,585.27		0.00	
06-Jul-05	(\$3,485.19)	\$ 107,207,902.26	3.3300%	59,502.00		0.00	
07-Jul-05		\$ 107,207,902.26	3.3300%	69,418.73		0.00	
08-Jul-05		\$ 107,207,902.26	3.3300%	79,335.46		0.00	
09-Jul-05		\$ 107,207,902.26	3.3300%	89,252.19		0.00	
10-Jul-05		\$ 107,207,902.26	3.3300%	99,168.92		0.00	
11-Jul-05		\$ 107,207,902.26	3.3300%	109,085.65		0.00	
12-Jul-05		\$ 107,207,902.26	3.3300%	119,002.38		0.00	
13-Jul-05	\$ 59,782.29	\$ 107,267,684.55	3.3300%	128,924.64		0.00	
14-Jul-05	\$ 98,084.48	\$ 107,365,769.03	3.3300%	138,855.98		0.00	
15-Jul-05	(\$192,519.91)	\$ 107,173,249.12	3.3300%	148,769.50		0.00	
16-Jul-05		\$ 107,173,249.12	3.3300%	158,683.03		0.00	
17-Jul-05		\$ 107,173,249.12	3.3300%	168,596.55		0.00	
18-Jul-05	(\$1,458,223.15)	\$ 105,715,025.97	3.3300%	178,375.19		0.00	
19-Jul-05	\$ 5,431.26	\$ 105,720,457.23	3.3300%	188,154.34		0.00	
20-Jul-05	\$ 49,661.86	\$ 105,770,119.09	3.3300%	197,938.07		0.00	
21-Jul-05	\$ 28,222.36	\$ 105,798,341.45	3.3300%	207,724.42		0.00	
22-Jul-05	(\$16,280.18)	\$ 105,782,061.27	3.3300%	217,509.26		0.00	
23-Jul-05		\$ 105,782,061.27	3.3300%	227,294.10		0.00	
24-Jul-05		\$ 105,782,061.27	3.3300%	237,078.94		0.00	
25-Jul-05	\$ 48,554.85	\$ 105,830,616.12	3.3300%	246,868.27		0.00	
26-Jul-05		\$ 105,830,616.12	3.3300%	256,657.61		0.00	
27-Jul-05		\$ 105,830,616.12	3.3300%	266,446.94		0.00	
28-Jul-05	\$ 171,518.45	\$ 106,002,134.57	3.3300%	276,252.13		0.00	
29-Jul-05	(\$286,704.64)	\$ 105,715,429.93	3.3300%	286,030.81		0.00	
30-Jul-05		\$ 105,715,429.93	3.3300%	295,809.49		0.00	
31-Jul-05	\$ 295,809.49	\$ 106,011,239.42	Add interest to final balance				
31-Jul-05							
TOTAL	(\$1,495,014.56)			295,809.49		0.00	



**RULE 52 LOAN AGREEMENT****PARTIES: PPM ENERGY INC****Waha**

<u>DATE</u>	<u>DAILY ACTIVITY PPM ADV / (REC T)</u>	<u>PPM REC/(PAY)</u>	<u>DAILY % RATE</u>	<u>Waha pays int</u>	<u>IP</u>	<u>PPM pays int</u>	<u>INT PMT</u>
BALANCE FORWARD		\$ 29,324,910.88		0		0.00	
Prior Month Interest	\$ 76,376.40	\$ 29,401,287.27					
G/L Adj		\$ 29,401,287.27		0.00		0.00	
Final Prior month Interest		\$ 29,401,287.27					
01-Sep-05	\$ 762.44	\$ 29,402,049.71	3.6700%	2,997.38		0.00	
02-Sep-05	\$ 14.00	\$ 29,402,063.71	3.6700%	5,994.75		0.00	
03-Sep-05		\$ 29,402,063.71	3.6700%	8,992.13		0.00	
04-Sep-05		\$ 29,402,063.71	3.6700%	11,989.51		0.00	
05-Sep-05		\$ 29,402,063.71	3.6700%	14,986.88		0.00	
06-Sep-05	\$ 3,450.00	\$ 29,405,513.71	3.6700%	17,984.61		0.00	
07-Sep-05		\$ 29,405,513.71	3.6700%	20,982.34		0.00	
08-Sep-05	\$ 701,331.24	\$ 30,106,844.95	3.6700%	24,051.57		0.00	
09-Sep-05		\$ 30,106,844.95	3.6700%	27,120.79		0.00	
10-Sep-05		\$ 30,106,844.95	3.6700%	30,190.02		0.00	
11-Sep-05		\$ 30,106,844.95	3.6700%	33,259.24		0.00	
12-Sep-05		\$ 30,106,844.95	3.6700%	36,328.47		0.00	
13-Sep-05	\$ 157,382.34	\$ 30,264,227.29	3.6700%	39,413.74		0.00	
14-Sep-05		\$ 30,264,227.29	3.6700%	42,499.01		0.00	
15-Sep-05	\$ 68,707.84	\$ 30,332,935.13	3.6700%	45,591.28		0.00	
16-Sep-05	\$ 2,583.79	\$ 30,335,518.92	3.6700%	48,683.82		0.00	
17-Sep-05		\$ 30,335,518.92	3.6700%	51,776.36		0.00	
18-Sep-05		\$ 30,335,518.92	3.6700%	54,868.90		0.00	
19-Sep-05		\$ 30,335,518.92	3.6700%	57,961.43		0.00	
20-Sep-05	\$ 89,008.25	\$ 30,424,527.17	3.6700%	61,063.05		0.00	
21-Sep-05	\$ 3,021,710.50	\$ 33,446,237.67	3.6700%	64,472.70		0.00	
22-Sep-05	\$ 444,854.98	\$ 33,891,092.65	3.6700%	67,927.71		0.00	
23-Sep-05		\$ 33,891,092.65	3.6700%	71,382.72		0.00	
24-Sep-05		\$ 33,891,092.65	3.6700%	74,837.73		0.00	
25-Sep-05		\$ 33,891,092.65	3.6700%	78,292.74		0.00	
26-Sep-05		\$ 33,891,092.65	3.6700%	81,747.75		0.00	
27-Sep-05	\$ 110,000.00	\$ 34,001,092.65	3.6700%	85,213.97		0.00	
28-Sep-05	\$ 7,596.33	\$ 34,008,688.98	3.6700%	88,680.97		0.00	
29-Sep-05	\$ 3,250.00	\$ 34,011,938.98	3.6700%	92,148.29		0.00	
30-Sep-05	\$ 623,308.42	\$ 34,635,247.40	3.6700%	95,679.17		0.00	
30-Sep-05	\$ 95,679.17	\$ 34,730,926.57	Add interest to final balance				
<b>TOTAL</b>	<b>\$ 5,233,960.13</b>			<b>95,679.17</b>		<b>0.00</b>	

**RULE 52 LOAN AGREEMENT****PARTIES: PPM ENERGY INC****Waha**

<b>DATE</b>	<b>DAILY ACTIVITY PPM ADV / (REC T)</b>	<b>PPM REC/(PAY)</b>	<b>DAILY % RATE</b>	<b>Waha pays int</b>	<b>IP</b>	<b>PPM pays int</b>	<b>INT PMT</b>
BALANCE FORWARD		\$ 23,444,818.00		0		0.00	
Prior Month Interest	\$ 60,406.76	\$ 23,505,224.76					
G/L Adj		\$ 23,505,224.76		0.00		0.00	
Final Prior month Interest		\$ 23,505,224.76					
01-Aug-05		\$ 23,505,224.76	3.4900%	2,278.70		0.00	
02-Aug-05	\$ 127,251.18	\$ 23,632,475.94	3.4900%	4,569.74		0.00	
03-Aug-05		\$ 23,632,475.94	3.4900%	6,860.78		0.00	
04-Aug-05		\$ 23,632,475.94	3.4900%	9,151.81		0.00	
05-Aug-05	\$ 394,568.38	\$ 24,027,044.32	3.4900%	11,481.10		0.00	
06-Aug-05		\$ 24,027,044.32	3.4900%	13,810.39		0.00	
07-Aug-05		\$ 24,027,044.32	3.4900%	16,139.68		0.00	
08-Aug-05		\$ 24,027,044.32	3.4900%	18,468.97		0.00	
09-Aug-05	\$ 136,723.92	\$ 24,163,768.24	3.4900%	20,811.51		0.00	
10-Aug-05		\$ 24,163,768.24	3.4900%	23,154.05		0.00	
11-Aug-05	\$ 37,334.86	\$ 24,201,103.10	3.4900%	25,500.22		0.00	
12-Aug-05	\$ 92,580.63	\$ 24,293,683.73	3.4900%	27,855.35		0.00	
13-Aug-05		\$ 24,293,683.73	3.4900%	30,210.49		0.00	
14-Aug-05		\$ 24,293,683.73	3.4900%	32,565.63		0.00	
15-Aug-05		\$ 24,293,683.73	3.4900%	34,920.77		0.00	
16-Aug-05	\$ 764,029.17	\$ 25,057,712.90	3.4900%	37,349.97		0.00	
17-Aug-05	\$ 505,165.19	\$ 25,562,878.09	3.4900%	39,828.15		0.00	
18-Aug-05		\$ 25,562,878.09	3.4900%	42,306.33		0.00	
19-Aug-05	\$ 321,180.11	\$ 25,884,058.20	3.4900%	44,815.65		0.00	
20-Aug-05		\$ 25,884,058.20	3.4900%	47,324.96		0.00	
21-Aug-05		\$ 25,884,058.20	3.4900%	49,834.28		0.00	
22-Aug-05	\$ 4,659.40	\$ 25,888,717.60	3.4900%	52,344.04		0.00	
23-Aug-05		\$ 25,888,717.60	3.4900%	54,853.81		0.00	
24-Aug-05	\$ 28,165.59	\$ 25,916,883.19	3.4900%	57,366.31		0.00	
25-Aug-05	\$ 359,476.87	\$ 26,276,360.06	3.4900%	59,913.66		0.00	
26-Aug-05	\$ 1,810,075.44	\$ 28,086,435.50	3.4900%	62,636.48		0.00	
27-Aug-05		\$ 28,086,435.50	3.4900%	65,359.30		0.00	
28-Aug-05		\$ 28,086,435.50	3.4900%	68,082.13		0.00	
29-Aug-05		\$ 28,086,435.50	3.4900%	70,804.95		0.00	
30-Aug-05	\$ 59,158.33	\$ 28,145,593.83	3.4900%	73,533.51		0.00	
31-Aug-05	\$ 1,179,317.05	\$ 29,324,910.88	3.4900%	76,376.40		0.00	
31-Aug-05	\$ 76,376.40	\$ 29,401,287.27	Add interest to final balance				
<b>TOTAL</b>	<b>\$ 5,819,686.12</b>			<b>76,376.40</b>		<b>0.00</b>	

**RULE 52 LOAN AGREEMENT****PARTIES: PPM ENERGY INC****Waha**

<b>DATE</b>	<b>DAILY ACTIVITY PPM ADV / (REC T)</b>	<b>PPM REC/(PAY)</b>	<b>DAILY % RATE</b>	<b>Waha pays int</b>	<b>IP</b>	<b>PPM pays int</b>	<b>INT PMT</b>
BALANCE FORWARD		\$ 19,639,897.89		0		0.00	
Prior Month Interest	\$ 0.00	\$ 19,639,897.89		0.00		0.00	
Final Prior month Interest		\$ 19,639,897.89					
01-Jul-05	\$ 16,100.66	\$ 19,655,998.55	3.3300%	1,818.18		0.00	
02-Jul-05	\$ 4,332.67	\$ 19,660,331.22	3.3300%	3,636.76		0.00	
03-Jul-05		\$ 19,660,331.22	3.3300%	5,455.34		0.00	
04-Jul-05		\$ 19,660,331.22	3.3300%	7,273.92		0.00	
05-Jul-05		\$ 19,660,331.22	3.3300%	9,092.50		0.00	
06-Jul-05	\$ 104,592.88	\$ 19,764,924.10	3.3300%	10,920.76		0.00	
07-Jul-05	\$ 13,019.85	\$ 19,777,943.95	3.3300%	12,750.22		0.00	
08-Jul-05		\$ 19,777,943.95	3.3300%	14,579.68		0.00	
09-Jul-05		\$ 19,777,943.95	3.3300%	16,409.14		0.00	
10-Jul-05		\$ 19,777,943.95	3.3300%	18,238.60		0.00	
11-Jul-05		\$ 19,777,943.95	3.3300%	20,068.06		0.00	
12-Jul-05	\$ 109,451.73	\$ 19,887,395.68	3.3300%	21,907.64		0.00	
13-Jul-05	\$ 947,679.21	\$ 20,835,074.89	3.3300%	23,834.89		0.00	
14-Jul-05	\$ 3,705.66	\$ 20,838,780.55	3.3300%	25,762.47		0.00	
15-Jul-05	\$ 11,813.20	\$ 20,850,593.75	3.3300%	27,691.15		0.00	
16-Jul-05		\$ 20,850,593.75	3.3300%	29,619.83		0.00	
17-Jul-05		\$ 20,850,593.75	3.3300%	31,548.51		0.00	
18-Jul-05		\$ 20,850,593.75	3.3300%	33,477.19		0.00	
19-Jul-05	\$ 609,027.93	\$ 21,459,621.68	3.3300%	35,462.21		0.00	
20-Jul-05	\$ 197,257.11	\$ 21,656,878.79	3.3300%	37,465.47		0.00	
21-Jul-05	\$ 215,177.54	\$ 21,872,056.33	3.3300%	39,488.63		0.00	
22-Jul-05	\$ 135,700.68	\$ 22,007,757.01	3.3300%	41,524.35		0.00	
23-Jul-05		\$ 22,007,757.01	3.3300%	43,560.07		0.00	
24-Jul-05		\$ 22,007,757.01	3.3300%	45,595.79		0.00	
25-Jul-05	\$ 73,771.59	\$ 22,081,528.60	3.3300%	47,638.33		0.00	
26-Jul-05	\$ 435,326.42	\$ 22,516,855.02	3.3300%	49,721.14		0.00	
27-Jul-05		\$ 22,516,855.02	3.3300%	51,803.95		0.00	
28-Jul-05	\$ 152,041.52	\$ 22,668,896.54	3.3300%	53,900.82		0.00	
29-Jul-05	\$ 775,921.46	\$ 23,444,818.00	3.3300%	56,069.46		0.00	
30-Jul-05		\$ 23,444,818.00	3.3300%	58,238.11		0.00	
31-Jul-05		\$ 23,444,818.00	3.3300%	60,406.76			
31-Jul-05	\$ 60,406.76	\$ 23,505,224.76	Add interest to final balance				
<b>TOTAL</b>	<b>\$ 3,804,920.11</b>			<b>60,406.76</b>		<b>0.00</b>	