



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor
Ted Stewart
Executive Director
James W. Carter
Division Director

1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801
801-538-5340
801-359-3940 (Fax)
801-538-7223 (TDD)

May 7, 1997

Keith Harrison
OSM-AVSO
2679 Regency Road
Lexington, Kentucky 40503

Re: Updates for AVS, Willow Creek Mine, Cyprus Plateau Mining Corporation, ACT/007/038, Trail Mountain Mine, ACT/015/009, Des-Bee-Dove Mine, ACT/015/017, Deer Creek Mine, ACT/015/018, Cottonwood/Wilberg Mine, PacifiCorp, Folder #2, Carbon and Emery County, Utah

Dear Mr. Harrison:

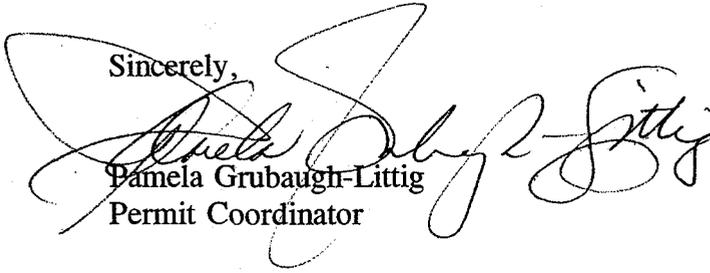
I am enclosing updated ownership and control for the above-noted mines. Would you please update the AVS system with this information. The mine and ownership is as follows:

Willow Creek Mine - Cyprus Plateau Mining Corporation

Trail Mountain Mine - PacifiCorp
Des-Bee-Dove Mine
Deer Creek Mine
Cottonwood/Wilberg Mine

If you have any questions, please call me at 801-538-5268. Thank you.

Sincerely,


Pamela Grubaugh-Littig
Permit Coordinator

Enclosure
O:\AVSUP.WPD

APPENDIX C

Legal, Financial, Compliance and Related Information

Annual Report of Officers
as submitted to the Utah Department of Commerce
and other changes in ownership and control information
as required under R645-301-110.

CONTENTS

Annual Report of Officers

Relinquishment of State Lease ML-22603-Coal

Coal Lease Modification-UTU-64375, 133.2 Acres

Pacificorp



A Subsidiary of PacifiCorp

Internal Correspondence

To: Chuck Semborski
Energy West Mining Company

From: Scott M. Child *SMC*
OUC 2000

Date: January 29, 1997

Subject: **Annual Reports - Legal / Financial Data, Listing of PacifiCorp Officers**

Per the faxed (SAMPLE FORM) entitled 1996 Annual Report sent to me from Dick Northrup, I have contacted PacifiCorp's corporate secretary's office to inquiry of any officer listing disclosures submitted to the Department of Commerce. Lenore Martin tells me, she knows of no submittal by PacifiCorp. Therefore, to assist us, she has prepared the enclosed listing of PacifiCorp's principal officers and board of directors together with a certificate signed and sealed by her for verification. This can be used with your submission of the Annual Reports for the Deer Creek, Cottonwood, Des-Bee-Dove and Trail Mountain Mines. I recently supplied this same information to Bridger and Glenrock, when they submitted their annual reports.

In discussing the SAMPLE FORM with Pam Littig, the financial data (certified statements, unaudited quarterly reports) are only required if we are self bonded. We are not self bonded, so these reports are not required. However, under the comments section, she suggested listing the name of the surety and the reclamation performance bond number.

Should you need any other information, please call me at 801-220-4612.

Enclosures

SMC13IEWEST97.001

cc: IMC w/copy encl. - D.W. Jense, B. Webster
EWMC w/copy encl. - D. Lauriski, C. Pollastro

ADMINISTRATIVE OVERVIEW

Cyprus Plateau Mining Corporation
Willow Creek Mine
ACT/007/038
Carbon County, Utah

April 23, 1996

PROPOSAL

Cyprus Plateau Mining Corporation submitted an application for the proposed Willow Creek Mine, an underground mine complex, on May 3, 1995. This permit area encompasses a block of approximately 14, 670 acres consisting of federal lands (BLM), county lands, and private lands.

BACKGROUND

The Willow Creek Mine area is located approximately 10 miles north of the town of Price, Utah in Carbon County, with the mine surface facilities located adjacent to and north of Willow Creek and State Highway 191 in Willow Creek Canyon approximately one mile northeast of the junction of Highway 191 with U.S. Highway 6 and 50. The Willow Creek Mine permit area covers an area of approximately 23 sections extending north and south approximately 2.5 miles from the junction of the two highway and six miles to the east for a total of 14, 670 acres.

This area is part of the Book Cliffs of Central Utah and is characterized by high plateaus to the north; steep narrow ridgelines cut by deep erosional drainages in the permit and adjacent areas to the east, west, and south; and the relatively flat, dry semi-desert areas of the Colorado Plateau to the south of the town of Price. Within the permit area, topographic relief ranges from 6200 feet, near the confluence of Willow Creek with the Price River, to over 8,600 feet along the ridgelines to the southeast.

There has been mining in this area since the late 1800's. Following initial settlement of this area, further settlement and development of the area occurred fairly rapidly with the discovery of extensive coal reserves in the late 1870's and construction of the railroad in the late 1870's and early 1880's. Active underground mining operations continued from the 1870's through the 1940's, when coal demand and production began to decline due to reduced postwar industrial production and the shift to diesel railroad engines. The Castle Gate Mines Nos. 1, 2, and 4, which were encompassed by the Willow Creek Mine permit boundary, were developed and operated from 1888 through 1972, when the last of the mines closed. Although extensive underground mine development and production occurred throughout the

proposed permit area, associated surface disturbance was generally limited to mine portal and surface facility areas in the valley bottoms and on natural bench areas adjacent to drainages.

The underground mining operation will target recovery of remaining recoverable coal reserves contained in the "A", "C", "D", and "K" coal seams. This permit application includes mining of recoverable reserves in areas with less than approximately 2,500 feet of overburden cover. There are extensive reserves under areas with greater than 2,500 feet of overburden, however, recovery of these reserves is not included in this permit application.

Most of the initial and future mine development work will involve continuous underground methods using continuous miners and electric shuttle cars. The application plans to utilize high productivity longwall mining systems for actual coal production, with coal haulage from the mine using a high speed main conveyor fed by several face conveyors from each of the active development areas, continuous minor sections, or longwall panels. The mine is being designed for a nominal annual production rate of 5.0 millions tons of coal.

RECOMMENDATION

The Division, along with federal and state agencies, have reviewed and analyzed the permit application for the Willow Creek Mine. The Division approves mining to begin in the fee areas and conditions the permit for mining into the federal leases when the mining plan approval from the Secretary of the Interior is obtained. Additionally, the permit conditions that disturbances may not commence in 42CB1000 (Features 5, 10, 61, 65) until the recording is completed. A surety bond in the amount of \$11,949,205 (year 2001 dollars) has been posted with United Pacific Insurance Company for this project.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING
355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, Utah 84180-1203
(801) 538-5340

This permit, ACT/007/038, is issued for the state of Utah by the Utah Division of Oil, Gas and Mining (Division) to:

Cyprus Plateau Mining Corporation
P.O. Box PMC
Price, Utah 84501
(801-637-2875)

for the Willow Creek Mine. A Surety Bond is filed with the Division in the amount of \$11,949,205 payable to the State of Utah, Division of Oil, Gas and Mining and the Office of Surface Mining Reclamation and Enforcement (OSM).

Sec. 1 STATUTES AND REGULATIONS - This permit is issued pursuant to the Utah Coal Mining and Reclamation Act of 1979, Utah Code Annotated (UCA) 40-10-1 et seq, hereafter referred to as the Act.

Sec. 2 PERMIT AREA - The permittee is authorized to conduct underground coal mining activities on the following described lands within the permit area at the Willow Creek Mine, situated in the state of Utah, Carbon County:

The area to be mined is contained on the USGS 7.5-minute quadrangle maps (Helper, Kyune, Standardville, Matts Summit.) The areas contained in the permit area, approximately 14,670 acres, involve all or part of the following federal, state, county, and fee coal leases:

Fee Surface - Cyprus Western Coal Company (CWCC)

Township 12 South, Range 9 East, SLM

Section 35: E/2 east of the Price River *

Less and Except:

1. A tract in the NE/4 SE/4 containing 1.37 acres, more or less, described by metes and bounds; as conveyed to Castle Gate, a body politic, by Deed of Correction dated April 10, 1973, and recorded in Book 138 at page 156 of the official records of Carbon County;

2. A tract in the NW/4 NE/4 containing 5.25 acres, more or less, conveyed to The Utah Power and Light Company, as referenced and described by metes and bounds in Quitclaim Deed recorded on February 3, 1956, in Book 38 at page 158 of the official records of Carbon County;
3. A tract in the NW/4 NE/4 containing 2.61 acres, more or less, described by metes and bounds; as conveyed to the City of Price, a body politic, by Warranty Deed dated December 19, 1960, and recorded in Book 70 at page 416 of the official records of Carbon County.

Section 36: Lots 1 and 2 (E/2 NE/4); W/2 NE/4; SE/4; NW/4; SW/4 east of Price River *

Less and Except:

A tract in the SE/4 SW/4 containing 0.057 acres, more or less, described by metes and bounds; as conveyed to Castle Gate, a body politic, by Deed of Correction dated April 10, 1973, and recorded in Book 138 at page 156 of the official records of Carbon County.

Township 13 South, Range 9 East, SLM

Section 1: Lots 1 and 2 (N/2 NE/4); Lots 3 and 4 (N/2 NW/4) east of the Price River; SE/4 NE/4; E/2 SW/4 NE/4;

Less and Except:

1. A tract in Lot 3 containing 1.43 acres total , more or less, and a tract in the NE/4 SW/4 containing 9.48 acres, more or less, described by metes and bounds; as conveyed to The Utah Power and Light Company by Special Warranty Deed dated July 10, 1986, and recorded in Book 262 at page 309 of the official records of Carbon County;
2. A tract in the E/2 SW/4 containing 2.88 acres, more or less, as conveyed to The Utah Power and Light Company; as referenced and described by metes and bounds in Quitclaim Deed recorded on February 3, 1956, on Book 38 at page 158 of the official records of Carbon County;

3. A tract in Lot 3 containing 1.02 acres, more or less, described by metes and bounds; as conveyed to The Utah Power and Light Company by Quitclaim Deed dated May 28, 1953, and recorded in Book 20 at page 492 of the official records of Carbon County;
4. A roadway 30 feet wide in the NW/4 described by metes and bounds; as conveyed to Castle Gate Town, a municipal corporation, by Quitclaim Deed dated September 26, 1969, and recorded in Book 122 at page 400 of the official records of Carbon County.

Township 12 South, Range 10 East, SLM

Section 29: S/2 NE/4; W/2 SE/4; E/2 SW/4; SW/4 SW/4
Section 30: SE/4 SE/4
Section 31: All

Less and Except:

1. A tract in Section 31: SW/4 SW/4, and also in T. 13 S., R. 10 E., Section 6: Lot 4, containing 6.496 acres, more or less, as described by metes and bounds; as conveyed to Carbon County by Quitclaim Deed dated September 18, 1990, and recorded in Book 300 at page 134 of the official records of Carbon County (Castle Gate Cemetery).
2. A tract in Section 31: SE/4 SW/4, containing 0.92 acres, more or less, as described by metes and bounds; as conveyed to PacifiCorp by Quitclaim Deed dated November 21, 1995, and recorded in Book 364 at page 756 of the official records of Carbon County.

Township 13 South, Range 10 East, SLM

Section 2: All
Section 4: Lots 1 and 2 (N/2 NE/4); S/2 NE/4; N/2 SE/4; SW/4 SE/4; S/2 SW/4
Section 5: All
Section 6: Lots 1, 2, 3, 4 (N/2 N/2); Lot 5 (SW/4 NW/4); S/2 NE/4; SE/4; SE/4 NW/4
Section 8: Lot 1 (NE/NE/4); SE/4 NE/4; NE/4 SE/4; S/2 S/2
Section 9: E/2; SW/4; N/2 NW/4; SE/4 NW/4.

Section 10: SE/4; E/2 SW/4
Section 11: SW/4
Section 17: NE/4; N/2 NW/4
Section 18: N/2 NE/4

* Subject to the surface rights only of AMAX Coal Company, as successor to Castle Gate Coal Company, under the Preparation Plant Facility Lease between Blackhawk Coal Company, Lessor, and Castle Gate Coal Company, Lessee, dated May 30, 1986, and affecting:

Township 12 South, Range 9 East, SLM

Section 35: SE/4 NE/4; E/2 SE/4
Section 36: SW/4; SW/4 NE/4; NW/4 SE/4; SE/4 NW/4

Township 13 South, Range 9 East, SLM

Section 1: Lots 3 and 4 (N/2 NW/4) excluding Utah Power and Light Company coal stockpile.

Fee Coal - CWCC

Township 12 South, Range 9 East, SLM

Section 35: E/2 East of the Price River

Less and Except:

A tract in the NW/4 NE/4 containing 2.61 acres, more or less, described by metes and bounds; as conveyed to the City of Price, a body politic, by Warranty Deed dated December 19, 1960, and recorded in Book 70 at page 416 of the official records of Carbon County.

Section 36: SW/4 SW/4 east of Price River; E/2 NW/4; NW/4 NW/4; NW/4 SW/4; S/2 SW/4

Township 13 South, Range 9 East, SLM

Section 1: Lots 1 and 2 (N/2 NE/4); Lots 3 and 4 (N/2 NW/4) east of the Price River; SE/4 NE/4; E/2 SW/4 NE/4;

Less and Except:

1. A tract in Lot 3 containing 1.02 acres, more or less, described by metes and bounds; as conveyed to The Utah Power and Light Company by Quitclaim Deed dated May 28, 1953, and recorded in Book 20 at page 492 of the official records of Carbon County;
2. A roadway 30 feet wide in the NW/4 described by metes and bounds; as conveyed to Castle Gate Town, a municipal corporation, by Quitclaim Deed dated September 26, 1969, and recorded in Book 122 at page 400 of the official records of Carbon County.

Township 12 South, Range 10 East, SLM

Section 31: All

Township 13 South, Range 10 East, SLM

Section 2: All

Section 4: S/2 S/2

Section 5: Lots 1, 2, 3, and 4 (N/2 N/2)

**Section 6: Lots 1, 2, 3, and 4 (N/2 N/2); Lot 5 (SW/4 NW/4); S/2 SE/4;
SE/4 NW/4**

Section 8: S/2 S/2

Section 9: E/2; SW/4; N/2 NW/4; SE/4 NW/4

Section 10: SE/4; E/2 SW/4

Section 11: SW/4

Section 17: NE/4; N/2 NW/4

Section 18: N/2 NE/4

CWCC Surface and Leased Coal

Federal Coal Leases:

1. Federal Consolidated Coal Lease No. SL-048442-050115 dated November 2, 1930; covering the following lands:

Township 13 South, Range 10 East, SLM

Section 1: SW/4
Section 3: S/2 N/2; S/2
Section 4: Lots 1, 2, 3, and 4 (N/2 N/2); S/2 N/2; N/2 S/2
Section 10: N/2; NW/4 SW/4
Section 11: E/2; NW/4

Less and Except:
A Partial Assignment dated September 17, 1991, effective May 1, 1992,
to AMCA Coal Leasing, Inc., in:

Township 13 South, Range 10 East, SLM

Section 1: SW/4

2. Federal Modified Coal Lease No. SL-046652 dated December 1, 1962, effective August 3, 1921, as amended effective September 23, 1964, by a partial transfer to the State of Utah; covering the following lands:

Township 12 South, Range 10 East, SLM

Section 33: S/2
Section 34: S/2

Township 13 South, Range 10 East, SLM

Section 3: Lots 1, 2, 3, and 4 (N/2 N/2)
containing 802.36 acres, more or less

3. Federal Coal Lease No. U-0146345 dated November 1, 1965;
covering the following lands:

Township 12 South, Range 10 East, SLM

Section 33: N/2
Section 34: NW/4 NE/4; S/2 NE/4; NW/4
Section 35: NE/4; S/2 NW/4; S/2
containing 1,160.00 acres, more or less

4. Federal Coal Lease No. U-0148779 dated August 1, 1966; covering
the following lands:

Township 12 South, Range 10 East, SLM

Section 26: N/2; N/2 S/2; SE/4 SW/4; S/2 SE/4
Section 27: All
containing 1,240.00 acres, more or less

State Coal Leases:

1. State of Utah Coal Lease No. ML-1892 dated June 5, 1947, as amended effective January 1, 1988; covering the following lands:

Township 12 South, Range 9 East, SLM

Section 36: Lots 1 and 2 (E/2 NE/4); W/2 NE/4; SE/4; NE/4 SW/4; SW/4
NW/4
containing 389.84 acres, more or less

2. State of Utah Modified Coal Lease No. SL-046652-ST dated December 1, 1962, effective August 3, 1921; as transferred from the United States of America to the State of Utah under the Dawson Act of April 22, 1954, (68 Stat 7) on April 7, 1965, effective September 23, 1964, (Patent No. 43-65-0072); as amended September 19, 1968; covering the following lands:

Township 12 South, Range 10 East, SLM

Section 32: All
containing 640.00 acres, more or less

County Coal Lease:

1. Carbon County, Utah, Consolidated Coal Lease dated April 22, 1985; covering the following lands:

Township 12 South, Range 10 East, SLM

Section 28: NW/4 NW/4
Section 29: S/2 NE/4; W/2 SE/4; E/2 SW/4; SW/4 SW/4
Section 30: SE/4 SE/4

Township 13 South, Range 10 East, SLM

Section 5: S/2; S/2 N/2

Section 6: S/2 NE/4; N/2 SE/4

Section 8: Lot 1 (NE/4 NE/4); SE/4 NE/4; NE/4 SE/4
containing 1,119.97 acres, more or less

Fee Surface - AMAX Coal Company/AMAX Land Company

Crandall Canyon Facility Surface Area:

That part of the surface rights in the following described land located in Carbon County, Utah, conveyed by Franklin Real Estate Company to Blackhawk Coal Company by Quitclaim Deed dated November 3, 1981, of record in Record Book 219, pages 691-692, in the Office of the Recorder of Carbon County, Utah, to wit:

Township 12 South, Range 9 East, SLBM

Section 22: SW/4 SE/4; SE/4 SW/4 - excluding public highways and the D&RGW right-of-way

Section 27: S/2 NW/4; NE/4 NW/4; NW/4 SW/4 - excluding public highways and the D&RGW right-of-way

Section 28: S/2

Preparation Plant Facility Surface Area:

That part of the surface rights in the following described land located in Carbon County, Utah, conveyed by Franklin Real Estate Company to Blackhawk Company by Quitclaim Deed dated November 3, 1981, of record in Record Book 219, page 690 in the Office of the Recorder of Carbon County, Utah, to wit:

Township 12 South, Range 9 East, SLBM

Section 36: NE/4 SW/4; SW/4 NE/4; NW/4 SE/4

And, also, that part of the surface rights in the following described land located in Carbon County, Utah, conveyed by Franklin Real Estate Company to Blackhawk Coal Company by Warranty Deed dated November 3, 1981, of record in Record Book 215, pages 474-487, to wit:

Township 12 South, Range 9 East, SLBM

Section 35: SE/4 NE/4; E/2 SE/4
Section 36: SE/4 NW/4; W/2 SW/4; SE/4 SW/4

Township 13 South, Range 9 East, SLBM

Section 1: N/2 NW/4 - excluding Utah Power and Light coal stockpile

All of the Surface Rights described in Parts I, II, and III above, including without limitation, the "Preparation Plant Facility Area" and the "Crandall Canyon Facility Surface Area" are SUBJECT TO all liens, mortgages, encumbrances, covenants, restrictions, prior rights, claims, reservations, leases, royalties, easements, agreements and all matters legally existing, and all rights or claims of any kind affecting such property disclosed in those Warranty Deeds and Quitclaim Deeds forming a part of this Exhibit A, and in Chicago Title Insurance Company Commitment No. 1268, dated May 22, 1975, and in South Eastern Utah Title Company Preliminary Title Report No. 6408-C, dated May 15, 1975, and all exceptions set forth therein.

Fee Surface - Cyprus Western Coal Company:

Surface rights only in the following described lands located in Carbon County Utah conveyed by Warranty Deed dated June 29, 1994 from AMCA Coal Leasing Company, Grantor, to Cyprus Western Coal Company, Grantee, to wit:

Township 13 South, Range 10 East, SLM

**Section 7: Lots 8, 9, 12, and 13
containing 160.54 acres, more or less**

Note: The Warranty Deed was provided to the county for recordation on July 26, 1995.

Fee Coal - Cyprus Western Coal Company:

Coal rights only in the following described lands located in Carbon County, Utah conveyed by Warranty Deed dated June 29, 1994 from AMCA Coal Leasing Company, Grantor, to Cyprus Western Coal Company, Grantee, to wit:

Township 13 South, Range 10 East, SLM

**Section 7: Lots 1, 2, 6-9, 12, and 13
Section 8: SW/4 NW/4; NW/4 SW/4
containing 401.77 acres, more or less**

Note: The Warranty Deed was provided to the county for recordation on July 26, 1995.

Carbon County Coal - Cyprus Western Coal Company:

All those certain rights in the following described lands located in Carbon County, Utah and associated with Coal Mining Lease dated April 6, 1971 between Carbon County, a body corporate and politic of the State of Utah, Lessor, and AMCA Coal Leasing, Inc., Lessee; as extended by Notice of Extension of Coal Mining Lease dated December 28, 1992 from AMCA Coal Leasing, Inc., to the Carbon County Commission; and as assigned by Assignment and Assumption of Carbon County, Utah Coal Mining Lease dated effective June 29, 1994 from AMCA Coal Leasing, Inc., Assignor, to Cyprus Western Coal Company, Assignee, which assignment was consented to by the Carbon County Board of Commissioners by Consent to Assignment dated November 16, 1994, to wit:

Township 13 South, Range 10 East, SLM

Section 8: Lots 2 and 3; SW/4 NE/4, NW/4 SE/4; SE/4 NW/4; NE/4 SW/4 containing 239.74 acres, more or less.

ADDITIONAL LANDS TO BE AFFECTED BY MINING

This legal description is for the permit area of the Willow Creek Mine. The permittee is authorized to conduct underground coal mining activities and related surface activities on the foregoing described property subject to the conditions of all applicable conditions, laws and regulations.

- Sec. 3 COMPLIANCE** - The permittee will comply with the terms and conditions of the permit, all applicable performance standards and requirements of the State Program.
- Sec. 4 PERMIT TERM** - This permit becomes effective on April 23, 1996 and expires on April 24, 2001.
- Sec. 5 ASSIGNMENT OF PERMIT RIGHTS** - The permit rights may not be transferred, assigned or sold without the approval of the Director, Division. Transfer, assignment or sale of permit rights must be done in accordance with applicable regulations, including but not limited to 30 CFR 740.13{e} and R645-303-300.
- Sec. 6 RIGHT OF ENTRY** - The permittee shall allow the authorized representative of the Division, including but not limited to inspectors, and representatives of the Office of Surface Mining Reclamation and Enforcement (OSM), without advance notice or a search warrant, upon presentation of appropriate credentials, and without delay to:
- (a) have the rights of entry provided for in 30 CFR 840.12, R645-400-220, 30 CFR 842.13 and R645-400-110;
 - (b) be accompanied by private persons for the purpose of conducting an inspection in accordance with R645-400-100 and R645-400-200 when the inspection is in response to an alleged violation reported to the Division by the private person.

- Sec. 7 SCOPE OF OPERATIONS** - The permittee shall conduct underground coal mining activities only on those lands specifically designated as within the permit area on the maps submitted in the approved plan and approved for the term of the permit and which are subject to the performance bond.
- Sec. 8 ENVIRONMENTAL IMPACTS** - The permittee shall take all possible steps to minimize any adverse impact to the environment or public health and safety resulting from noncompliance with any term or condition of the permit, including, but not limited to:
- (a) Any accelerated or additional monitoring necessary to determine the nature and extent of noncompliance and the results of the noncompliance;
 - (b) immediate implementation of measures necessary to comply; and
 - (c) warning, as soon as possible after learning of such noncompliance, any person whose health and safety is in imminent danger due to the noncompliance.
- Sec. 9 DISPOSAL OF POLLUTANTS** - The permittee shall dispose of solids, sludge, filter backwash or pollutants in the course of treatment or control of waters or emissions to the air in the manner required by the approved Utah State Program and the Federal Lands Program which prevents violation of any applicable state or federal law.
- Sec. 10 CONDUCT OF OPERATIONS** - The permittee shall conduct its operations:
- (a) in accordance with the terms of the permit to prevent significant, imminent environmental harm to the health and safety of the public; and
 - (b) utilizing methods specified as conditions of the permit by the Division in approving alternative methods of compliance with the performance standards of the Act, the approved Utah State Program and the Federal Lands Program.
- Sec. 11 EXISTING STRUCTURES** - As applicable, the permittee will comply with R645-301 and R645-302 for compliance, modification, or abandonment of existing structures.

- Sec. 12 RECLAMATION FEE PAYMENTS** - The operator shall pay all reclamation fees required by 30 CFR Part 870 for coal produced under the permit, for sale, transfer or use.
- Sec. 13 AUTHORIZED AGENT** - The permittee shall provide the names, addresses and telephone numbers of persons responsible for operations under the permit to whom notices and orders are to be delivered.
- Sec. 14 COMPLIANCE WITH OTHER LAWS** - The permittee shall comply with the provisions of the Water Pollution Control Act (33 USC 1151 et seq.) and the Clean Air Act (42 USC 7401 et seq), UCA 26-11-1 et seq, and UCA 26-13-1 et seq.
- Sec. 15 PERMIT RENEWAL** - Upon expiration, this permit may be renewed for areas within the boundaries of the existing permit in accordance with the Act, the approved Utah State Program and the Federal Lands Program.
- Sec. 16 CULTURAL RESOURCES** - If during the course of mining operations, previously unidentified cultural resources are discovered, the permittee shall ensure that the site(s) is not disturbed and shall notify the Division. The Division, after coordination with OSM, shall inform the permittee of necessary actions required. The permittee shall implement the mitigation measures required by Division within the time frame specified by Division.
- Sec. 17 APPEALS** - The permittee shall have the right to appeal as provided for under R645-300-200.
- Sec. 18 SPECIAL CONDITIONS** - There are special conditions associated with this permitting action as described in attachment A.

The above conditions (Secs. 1-18) are also imposed upon the permittee's agents and employees. The failure or refusal of any of these persons to comply with these conditions shall be deemed a failure of the permittee to comply with the terms of this permit and the lease. The permittee shall require his agents, contractors and subcontractors involved in activities concerning this permit to include these conditions in the contracts between and among them. These conditions may be revised or amended, in writing, by the mutual consent of the Division and the permittee at any time to adjust to changed conditions or to correct an oversight. The Division may amend these conditions at any time without the consent of the permittee in order to make them consistent with any federal or state statutes and any regulations.

THE STATE OF UTAH

By: _____

[Handwritten Signature]

Date: _____

[Handwritten Date: April 23, 1996]

I certify that I have read, understand and accept the requirements of this permit and any special conditions attached.

Permittee

Authorized Representative of the

Date: _____

Attachment A

SPECIAL CONDITIONS

1. Cyprus Plateau Mining Corporation (CPMC) is not authorized to conduct mining operations within the permit area on lands under federal jurisdiction until receiving the federal coal leases and obtaining federal mine approval.
2. Features 5, 10, 20, 61, and 65 of Cultural Resource Site 42 Cb 1000 must not be disturbed until the applicant has completed mitigation required by the Division of State History and until the Division and State History have accepted the results.
3. CPMC must amend the Mining and Reclamation Plan (MRP) within 14 days of receiving the 1996 Order-I soil survey laboratory data; both Section 3.1 SOILS INFORMATION and Exhibit 5 SOILS INFORMATION, must be amended with the 1996 Order -I soil survey data-resource discussion and chemical and physical analyses results, respectively. If analysis results indicate any departure from acceptance criteria as outlined in the Division Topsoil/Overburden Guidelines, CPMC must immediately cease soil salvage operations, consult Division for development and implementation of appropriate operation and remediation plans, and correct and update the MRP.

PacifiCorp

Certificate of Assistant Secretary

I, Lenore M. Martin, a duly elected and acting Assistant Secretary of PacifiCorp, an Oregon corporation (the "Company"), HEREBY CERTIFY:

- (1) That PacifiCorp is an Oregon corporation, duly organized on August 11, 1987 and existing under the Oregon Revised Statutes and currently in good standing with the Corporation Division;
- (2) That attached hereto as Exhibit A is a list of the currently serving principal officers of the Company; and
- (3) That attached hereto as Exhibit B is a list of the currently serving directors of the Company.

WITNESS my hand and the seal of said Company this 27th day of January, 1997.



Lenore M. Martin

Lenore M. Martin
Assistant Secretary

PacifiCorp Officers
1997

Name	Position	Address
Frederick W. Buckman	President and CEO	700 NE Multnomah, Suite 1600 Portland, OR 97232-4116
John A. Bohling	Senior Vice President	700 NE Multnomah, Suite 1600 Portland, OR 97232-4116
William C. Brauer	Senior Vice President	201 South Main, Suite 2300 Salt Lake City, UT 84140
Richard T. O'Brien	Senior Vice President & Chief Financial Officer	700 NE Multnomah, Suite 1600 Portland, OR 97232-4116
Verl R. Topham	Senior Vice President & General Counsel	201 South Main, Suite 2300 Salt Lake City, UT 84140
Shelley R. Faigle	Senior Vice President	920 SW Sixth Avenue, Suite 1500 Portland, OR 97204
Paul G. Lorenzini	Senior Vice President	920 SW Sixth Avenue, Suite 1500 Portland, OR 97204
John E. Mooney	Senior Vice President	201 South Main, Suite 2300 Salt Lake City, UT 84140
Daniel L. Spalding	Senior Vice President	Level 3, 77 Southbank Blvd Southbank, Victoria 3006 Australia
Dennis P. Steinberg	Senior Vice President	700 NE Multnomah, Suite 1600 Portland, OR 97232-4116
Sally A. Nofziger	Vice President and Corporate Secretary	700 NE Multnomah, Suite 1600 Portland, OR 97232-4116
Thomas W. Forsgren	Vice President	201 South Main, Suite 2300 Salt Lake City, UT 84140
J. Brett Harvey	Vice President	201 South Main, Suite 2300 Salt Lake City, UT 84140
Michael C. Henderson	Vice President	825 NE Multnomah, Suite 775 Portland, OR 97232

David P. Hoffman	Vice President	700 NE Multnomah, Suite 1600 Portland, OR 97232-4116
Thomas J. Imeson	Vice President	700 NE Multnomah, Suite 1600 Portland, OR 97232-4116
Thomas A. Lockhart	Vice President	PO Box 720 Casper, WY 82602
Edwin J. O'Mara	Vice President	920 SW Sixth, Suite 1500 Portland, OR 97204
Paul N. Pechersky	Vice President	920 SW Sixth, Suite 1500 Portland, OR 97204
William E. Peressini	Vice President and Treasurer	700 NE Multnomah, Suite 1600 Portland, OR 97232-4116
Michael J. Pittman	Vice President	920 SW Sixth, Suite 1100 Portland, OR 97204
Ernest E. Wessman	Vice President	201 South Main, Suite 2300 Salt Lake City, UT 84140
Richard D. Westerberg	Vice President	2484 Washington Blvd., Suite 400 Ogden, UT 84401
Donald A. Bloodworth	Controller	700 NE Multnomah, Suite 1600 Portland, OR 97232-4116

PacifiCorp Directors
1997

Name	Position	Address
W. Charles Armstrong	Director	14019 SE 35th Loop Vancouver, WA 98683
Kathryn A. Braun	Director	8105 Irvine Center Drive Irvine, CA 92718
Frederick W. Buckman	Director	700 NE Multnomah, Suite 1600 Portland, OR 97232-4116
C. Todd Conover	Director	753 Berry Avenue Los Altos, CA 94024
Nolan E. Karras	Director	4695 South 1900 West #3 Roy, UT 84067
Keith R. McKennon	Director and Chairman	700 NE Multnomah, Suite 1600 Portland, OR 97232-4116
Robert G. Miller	Director	3800 SE 22nd Avenue Portland, OR 97202
Alan K. Simpson	Director	c/o Laurie Rosen 5000 Battery Lane #105 Bethesda, MD 20814
Verl R. Topham	Director	201 South Main, Suite 2300 Salt Lake City, UT 84140
Don M. Wheeler	Director	4901 West 2100 South Salt Lake City, UT 84120
Nancy Wilgenbusch	Director	Marylhurst College Marylhurst, OR 97036
Peter I. Wold	Director	139 West Second Street Casper, WY 82602

APPENDIX C

Legal, Financial, Compliance and Related Information

Annual Report of Officers
as submitted to the Utah Department of Commerce
and other changes in ownership and control information
as required under R645-301-110.

CONTENTS

Annual Department of Commerce Report.

Ownership and Control information.

Cyprus Plateau
4/97
updates

Fox to Kim Loesch
@ AVSO

606-233-2699



PROFIT CORPORATION ANNUAL REPORT

The following information is on file in this office. All profit corporations must file their annual reports and corrections within the month of their anniversary date. Failure to do so will result in Delinquency, Suspension, then Revocation or Involuntary Dissolution of the corporate charter.

THIS BOX MUST BE COMPLETED

CORPORATE NAME, REGISTERED AGENT, REGISTERED OFFICE, CITY, STATE & ZIP

CORPORATION # 099984

F 09/13/82

1. CYPRUS PLATEAU MINING CORPORATION
2. C T CORPORATION SYSTEM
3. 50 W BROADWAY 8TH FLOOR
4. SALT LAKE CITY UT 84101-2008

MAKE ALL CORRECTIONS IN THIS COLUMN

Print New Agent Name

NEW AGENT MUST SIGN ABOVE

NEW REGISTERED STREET ADDRESS (REQUIRED)

New City

UTAH
REGISTERED AGENT MUST BE IN UTAH

(Zip)

WHEN CHANGING THE REGISTERED AGENT THE NEW AGENT MUST SIGN.

3. INCORPORATED IN THE STATE AND UNDER THE LAWS OF: DELAWARE

3. ADDRESS OF THE PRINCIPAL OFFICE IN THE HOME STATE.

PO DRAWER PMC

PRICE UT

84501

Street Address

(State or Country)

City

(Zip)

7. BUSINESS PURPOSE: BITUMINUS COAL(UNDERGROUND)

DOMESTIC, PROFIT CORPORATIONS ARE REQUIRED TO LIST A CORPORATE OFFICER.

OFFICERS

3. PRESIDENT R J SCOTT
ADDRESS 9100 E MINERAL CR
CITY, STATE & ZIP ENGLEWOOD CO 80155
1. VICE PRESIDENT K. H. STEBER
ADDRESS 9100 E MINERAL CR
CITY, STATE & ZIP ENGLEWOOD CO 80155
0. SECRETARY PC WOLF
ADDRESS 9100 E MINERAL CR
CITY, STATE & ZIP ENGLEWOOD CO 80155
1. TREASURER FJ KANE
ADDRESS 9100 E MINERAL CR
CITY, STATE & ZIP ENGLEWOOD CO 80155

8.

9. G. J. Malys, Sr. Vice President
9100 East Mineral Circle
Englewood, Colorado 80112

10.

11.

DIRECTORS

2. DIRECTOR G R SPINDLER
ADDRESS 9100 E MINERAL CR
CITY, STATE & ZIP ENGLEWOOD CO 80155
3. DIRECTOR G. J. MALYS
ADDRESS 9100 E MINERAL CIRCLE
CITY, STATE & ZIP ENGLEWOOD CO 80112
4. DIRECTOR PC WOLF
ADDRESS 9100 E MINERAL CR
CITY, STATE & ZIP ENGLEWOOD CO 80155

12.

13.

14.

Under penalties of perjury and as an authorized officer, declare that this annual report and, if applicable, the statement change of registered office and/or agent, has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete.

15. BY

(Signature)

DALE E. HUFFMAN

16.

Assistant Secretary

17.

Date

9-25

19

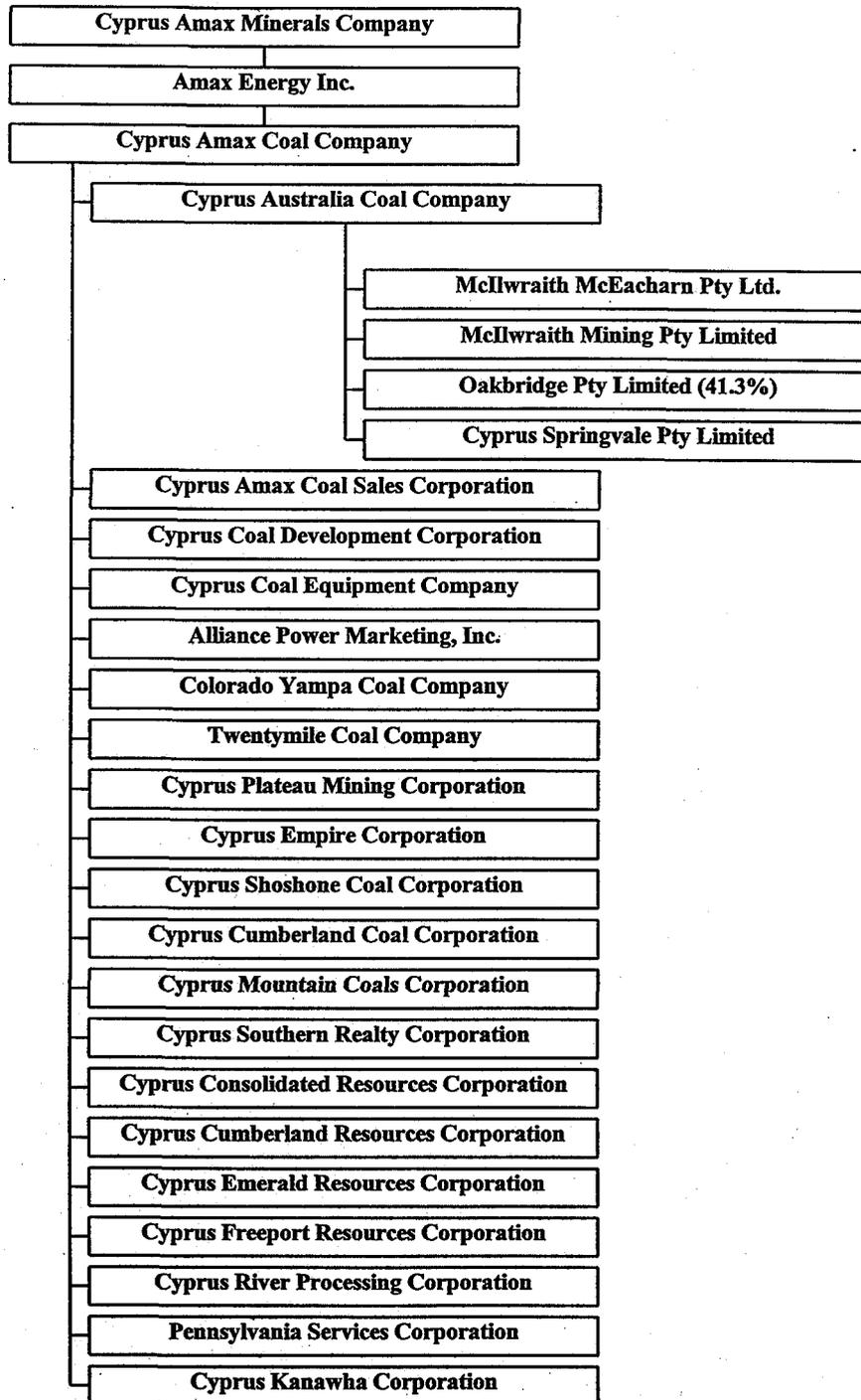
96

IF THERE ARE NO CHANGES FROM THE PREVIOUS YEAR, AND YOU HAVE ALL CORPORATE REQUIREMENTS FILLED PERTAINING TO OFFICER AND DIRECTOR INFORMATION YOU MAY DETACH THE COUPON BELOW, AND RETURN IT IN THE ENCLOSED ENVELOPE WITH YOUR PAYMENT. YOU MAY KEEP THE ABOVE REPORT FOR YOUR RECORDS.

MAKE ALL CORRECTIONS ON THE FORM ABOVE.

DO NOT WRITE ON THE COUPON.

NOTE: PLEASE DO NOT FOLD THIS COUPON.



ORGANIZATIONAL RELATIONSHIPS

FIGURE 2.1-1

Revised April 1997

**TABLE 2.1-1j
SUMMARY OF CORPORATE INFORMATION**

CYPRUS PLATEAU MINING CORPORATION
(formerly Plateau Mining Company; name changed effective June 8, 1987)

Resignations (since November 1993):

<u>Title</u>	<u>Name</u>	<u>Social Security No.</u>	<u>Date Resigned</u>
President	Donald P. Brown	232-68-3739	December 20, 1993
Senior Vice President, General Counsel, and Secretary	Kevin Loughrey	521-78-0510	November 13, 1993
Senior Vice President, Operations	Donald E. Hudson	309-50-6621	December 20, 1993
Senior Vice President, Sales and Marketing	George E. Vajda	303-46-6591	December 20, 1993
Vice President, Business Development, and Controller	Joseph Caffarelli, Jr.	189-36-0297	December 20, 1993
Vice President, Materials, Maintenance & Technical Resources	W. Mark Hart	234-82-5837	December 20, 1993
Vice President, Associate General Counsel, Assistant Secretary and Director	Deborah J. Friedman	344-48-7028	December 31, 1993
Vice President and Treasurer	Dennis C. Haugh	324-32-3750	December 31, 1993
President	J. Mark Cook	306-44-6406	January 3, 1995
Assistant Secretary	Michael R. Peelish	235-72-2473	January 3, 1995
Director	Donald P. Brown	232-68-3739	December 30, 1994
Vice President, Labor, Safety and and Government Relations	Chris L. Crowl	526-84-8182	July 31, 1995
Assistant Secretary	Kathleen J. Gormley	391-62-9820	July 31, 1995
Vice President and General Manager	Keith H. Sieber	173-40-5087	February 15, 1996
Vice President, Sales and Marketing	George E. Vajda	303-46-6591	May 22, 1996
President	Randall J. Scott	522-82-2279	February 3, 1997
Vice President and General Manager	Allen P. Childs	528-78-9126	February 3, 1997

TABLE 2.1.1
SUMMARY OF CORPORATE INFORMATION

CYPRUS AMAX COAL COMPANY
(Assets transferred from the former Cyprus Amax Coal Company 1/1/96;
(formerly Cyprus Amax Coal Holding Company; name change effective 7/25/96)
change effective 7/25/96)

Principal Operating Office: 9100 East Mineral Circle
Englewood, Colorado 80112-3299

Telephone: 303/643-5000

Incorporation:
State Delaware, The Corporation Trust Company, 1209 Orange Street, Wilmington, DE 19801
Date November 30, 1995
Existence Perpetual

Qualified to Do Business In: Colorado

Ownership - Percentage: Cyprus Amax Coal Company - 100%; November 30, 1995
Transferred to Amax Energy Inc. - 100%; July 18, 1996
9100 East Mineral Circle, Englewood, Colorado 80112-3299

IRS Identification Number: 84-1324805

OFFICERS:

<u>Title</u>	<u>Name</u>	<u>Social Security #</u>	<u>Date Assumed Office</u>
President	Garold R. Spindler	233-74-2870	November 30, 1995
Senior Vice President	Gerald J. Malys	165-36-0198	November 30, 1995
Senior Vice President, General Counsel, and Secretary	Philip C. Wolf	317-50-5623	November 30, 1995
Senior Vice President, Development	Richard D. Mills	306-44-2951	November 30, 1995
Senior Vice President, Sales and Marketing	Nicholas P. Moros	042-40-2347	November 30, 1995
Senior Vice President, Operations	John M. DeMichiei	208-40-1828	April 1, 1996
Senior Vice President, Operations	Kevin S. Crutchfield	225-62-1327	April 1, 1996
Senior Vice President, Operations	Randall J. Scott	522-82-2279	November 30, 1995
Vice President and Treasurer	Francis J. Kane	088-52-4169	November 30, 1995
Vice President and Controller	Frank J. Wood	230-74-0342	November 30, 1995
Vice President	Chris L. Crowl	526-84-8182	November 30, 1995
Assistant Treasurer	Farokh S. Hakimi	093-42-6402	November 30, 1995
Director of Tax	J. David Flemming	301-48-5865	November 30, 1995
Assistant Secretary	Sharon J. Fetherhuff	503-50-3540	November 30, 1995
Assistant Secretary	Greg A. Walker	262-82-8649	November 30, 1995
Assistant Secretary	Morris W. Kegley	306-52-2454	November 30, 1995
Assistant Secretary	Dale E. Huffman	557-86-5790	November 30, 1995
Assistant Secretary	Susan E. Chetlin	210-46-8811	November 30, 1995
DIRECTORS:	Garold R. Spindler	233-74-2870	November 30, 1995
	Gerald J. Malys	165-36-0198	November 30, 1995
	Philip C. Wolf	317-50-5623	November 30, 1995

TABLE 2.1.1
SUMMARY OF CORPORATE INFORMATION

CYPRUS AMAX COAL COMPANY
(Assets transferred from the former Cyprus Amax Coal Company 1/1/96;
(formerly Cyprus Amax Coal Holding Company; name change effective 7/25/96)
change effective 7/25/96)

<u>Title</u>	<u>Name</u>	<u>Social Security No.</u>	<u>Date Resigned</u>
Vice President, Allied Resources	Peter J. Bethell	233-19-9674	January 8, 1996
Senior Vice President, Eastern Operations	W. Mark Hart	234-82-5837	April 1, 1996
Vice President, Allied Resources (elected 1/8/96)	Charles E. Zabrosky	205-40-7912	April 25, 1996
Vice President, International Business Development	Vincent J. Calarco, Jr.	180-36-6970	June 17, 1996

**TABLE 2.1.1 f
SUMMARY OF CORPORATE INFORMATION**

AMAX ENERGY INC.

Principal Operating Office: 9100 East Mineral Circle
Englewood, Colorado 80112-3299

Telephone: 303/643-5000

Incorporation: State Delaware, The Corporation Trust Company, 1209 Orange Street, Wilmington, DE
19801

Date July 26, 1991
Existence Perpetual

Qualified to Do Business In: Texas

Ownership - Percentage: Cyprus Amax Minerals Company - 100%; November 15, 1993
9100 East Mineral Circle, Englewood, Colorado 80112-3299

Employer I.D. No.: 06-1324916

OFFICERS:

<u>Title</u>	<u>Name</u> <u>Date Assumed Office</u>	<u>Social Security #</u>	
President	Gerald J. Malys April 11, 1994	165-36-0198	
Senior Vice President, General Counsel and Secretary	Philip C. Wolf	317-50-5623	November 15, 1993
Vice President and Treasurer	Francis J. Kane	088-52-4169	January 11, 1994
Vice President and Controller	John Taraba	170-40-4892	November 15, 1993
Director of Tax	J. David Flemming	301-48-5865	November 15, 1993
Assistant Secretary	Dale E. Huffman	557-86-5790	April 11, 1994
Assistant Secretary	Sharon J. Fetherhuff	503-50-3540	July 31, 1995

DIRECTORS:

Gerald J. Malys	165-36-0198	November 15, 1993
Philip C. Wolf	317-50-5623	November 15, 1993

TABLE 2.1.1
SUMMARY OF CORPORATE INFORMATION

AMAX ENERGY INC.

Resignations (since November 1993):

<u>Title</u>	<u>Name</u>	<u>Social Security No.</u>	<u>Date Resigned</u>
Chairman of the Board	Allen Born		November 15, 1993
Senior Vice President	Gary D. McDowell		November 15, 1993
Vice President, Secretary and Director	Helen M. Feeney		November 15, 1993
Vice President	Gary Foster		November 15, 1993
Vice President and Treasurer	Lee A. Nickerson		November 15, 1993
Controller	Richard B. Hallett		November 15, 1993
Assistant Secretary	Michael W. Borkowski		November 15, 1993
Assistant Secretary	Raymond J. Cooke		November 15, 1993
Assistant Secretary	J. Alan Ross		November 15, 1993
Assistant Treasurer	Harold E. Davis		November 15, 1993
Assistant Treasurer	Lawrence B. Frost		November 15, 1993
Assistant Treasurer	Thomas P. Wozniak		November 15, 1993
President	Thomas A. McKeever	117-32-1299	April 11, 1994
Senior Vice President	Gerald J. Malys	165-36-0198	April 11, 1994
Vice President	William G. Hargett	422-62-7647	April 11, 1994
Vice President and Assistant Secretary	Wayne E. Gresham	314-52-3481	April 11, 1994
Assistant Secretary	Kathleen J. Gormley	391-62-9820	July 31, 1995

**TABLE 2.1.1
SUMMARY OF CORPORATE INFORMATION**

CYPRUS AMAX MINERALS COMPANY
(formerly Amoco Minerals Company; name changed to Cyprus Minerals Company 5/24/85;
name changed to Cyprus Amax Minerals Company pursuant to the merger with Amax Inc. on November 15, 1993)

Principal Operating Office: 9100 East Mineral Circle
Englewood, Colorado 80112-3299

Telephone: 303/643-5000

Incorporation:
State Delaware
Date September 2, 1969
Existence Perpetual
Qualified to Do Business In: Arizona, Colorado
IRS Identification Number: 36-2684040

OFFICERS:

<u>Title</u>	<u>Name</u>	<u>Date Assumed Office</u>
President and Chief Executive Officer	M. H. Ward	May 14, 1992
Senior Vice President and Chief Financial Officer	G. J. Malys	August 1, 1989
Senior Vice President, Coal	G. R. Spindler	January 3, 1995
Senior Vice President, Copper	J. G. Clevenger	
Senior Vice President, General Counsel and Secretary		P. C. Wolf March 24, 1991/November 12, 1993/ November 12, 1993
Senior Vice President, Exploration	D. H. Watkins	February 1, 1994
Vice President, Investor Relations, and Treasurer	F. J. Kane	January 11, 1994
Vice President and Controller	J. Taraba	October 31, 1988
Vice President, Engineering and Development	R. J. Hickson	November 20, 1994
Assistant Treasurer	F. S. Hakimi	July 31, 1987
Director of Tax	J. D. Flemming	May 7, 1992
Assistant Secretary	D. E. Huffman	July 31, 1995
DIRECTORS:	M. H. Ward (Chairman)	May 14, 1992/November 15, 1995
	A. Born	November 13, 1993
	L. G. Alvarado	December 14, 1989
	G. S. Ansell	December 3, 1987
	W. C. Bousquette	December 5, 1991
	T. V. Falkie	June 29, 1988
	A. M. Gray	November 15, 1993
	J. C. Huntington, Jr.	November 15, 1993
	M. A. Morphy	July 1, 1985
	R. A. Schnabel	February 11, 1993
	T. M. Solso	November 15, 1993
	J. H. Stookey	November 15, 1993
	J. A. Todd, Jr.	October 22, 1992

TABLE 2.1.1
SUMMARY OF CORPORATE INFORMATION

CYPRUS AMAX MINERALS COMPANY
(formerly Amoco Minerals Company; name changed to Cyprus Minerals Company 5/24/85;
name changed to Cyprus Amax Minerals Company pursuant to the merger with Amax Inc. on November 15, 1993)

Resignations (since November 1993):

<u>Title</u>	<u>Name</u>	<u>Date Resigned</u>
Senior Vice President, General Counsel, and Secretary	K. Loughrey	November 12, 1993
Chairman of the Board	M. H. Ward	November 15, 1993
Assistant Secretary	D. J. Friedman	December 31, 1993
Vice President and Treasurer	D. C. Haugh	January 11, 1994
Vice President, Public and Investor Relations	R. H. Hagman	January 11, 1994
Vice President, Exploration	F. B. Park	February 1, 1994
Director	J. J. Kerley	April 29, 1993
Director	V. F. Taylor, Jr.	April 29, 1993
Director	P. C. Walsh	April 29, 1993
Director	C. A. Campbell, Jr.	May 4, 1994
Senior Vice President, Coal	D. P. Brown	December 30, 1994
Vice President, Human Resources	G. H. Peppard	June 30, 1995
Assistant Secretary	K. J. Gormley	July 31, 1995
Co-Chairman of the Board	M. H. Ward	November 15, 1995
Co-Chairman of the Board	A. Born	November 15, 1995
Vice Chairman of the Board	A. Born	May 1, 1996