

Edl, Michele

From: Shepard, Colette [CShepard@idahopower.com]
Sent: Monday, October 06, 2008 4:59 PM
To: Edl, Michele
Cc: Harrington, Pat
Subject: RE: document request encore

Michele,

We are not able to provide a copy of the Note Agreement, as we are not a party to the agreement. You may want to request a copy from Milner Dam, Inc. which is the issuer under the Note Agreement. As we understand it, Milner Dam Inc. is an affiliate of the Twin Falls Canal Co. and North Side Canal Co.

Colette

Colette Shepard
Securityholder Administrator
IDACORP, Inc/Idaho Power Company
Toll-Free 800-635-5406
Direct 208-388-2564
FAX 208-388-6955

From: Edl, Michele [mailto:Michele.Edl@idwr.idaho.gov]
Sent: Friday, September 26, 2008 3:40 PM
To: Shepard, Colette
Subject: RE: document request encore

Colette,
I've had a chance to look at the agreement you sent earlier. Apparently that Guaranty Agreement is to guaranty a note agreement of the same date but that note agreement is not included. Could you provide me a copy of that Feb 10 1992 note agreement?
Michele

From: Shepard, Colette [mailto:CShepard@idahopower.com]
Sent: Friday, September 26, 2008 9:46 AM
To: Edl, Michele
Subject: RE: SEC submitted document request

Hi Michele,

Attached is the Guaranty Agreement you requested. Rather than pull the S-3 filing from our record center archives, I have attached just the agreement from our current files. I trust this is the information you are seeking.

Thank you,
Colette

Colette Shepard
Securityholder Administrator
IDACORP, Inc/Idaho Power Company
Toll-Free 800-635-5406
Direct 208-388-2564
FAX 208-388-6955

From: Edl, Michele [mailto:Michele.Edl@idwr.idaho.gov]

10/6/2008

Sent: Wednesday, September 24, 2008 1:00 PM
To: Smith, Barb; Shepard, Colette
Subject: SEC submitted document request

Barbara, Colette,
 I work for the Idaho Department of Water Resources and I have a document request.

I have viewed several of IDACORP Inc. submittals to the SEC lately. They mention Milner Dam Inc and Guaranty Agreement with New York Life Insurance Co. dated February 10, 1992. Apparently that agreement will have an impact on IDACORP balance sheets for several more years. The SEC web page print out I have in front of me has identified the agreement as File number 33-65720 Form S-3, filed on 7/7/93 as Exhibit 10(m)(i).

I would like to see a copy of that agreement but I have not had any luck retrieving it from the SEC website. Although I haven't ruled out operator error and ignorance, I haven't been able to locate a downloadable copy. Could you provide me with a copy of that agreement? Or if it is more appropriate, help me request it from the SEC?

Thank you.

Michele Edl
 Associate Engineer
 Idaho Department of Water Resources
 322 East Front Street
 Boise ID 83720-0098
 208-297-4946

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 "EMF <idahopower.com>" made the previous annotations.

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 "EMF <idahopower.com>" made the previous annotations.

10/6/2008