

SCOTTISH POWER PLC
Form U5A/A
February 27, 2004
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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C.

FORM U5A/Amended

NOTIFICATION OF REGISTRATION

Filed under Section 5(a) of the Public Utility

Holding Company Act of 1935

Scottish Power plc

Scottish Power NA 1 Limited

Scottish Power NA 2 Limited

NA General Partnership

PacifiCorp Holdings Inc.

Name of Registrants

The undersigned holding companies hereby notify the Securities and Exchange Commission that they register under and pursuant to the provisions of Section 5(a) of the Public Utility Holding Company Act of 1935 and furnishes the following information as to the registrants and subsidiary companies thereof:

(1) Exact name of registrants: Scottish Power plc
Scottish Power NA 1 Limited
Scottish Power NA 2 Limited
NA General Partnership
PacifiCorp Holdings Inc.

(2) Address of principal executive offices: In Scotland: 1 Atlantic Quay
Glasgow G2 8SP
Scotland UK

In the United States:
Suite 2000
825 N.E. Multnomah Street
Portland, OR 97232

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(2) Name and address of officers to whom notices and communications should be addressed:

Ian Russell
Chief Executive Officer
Scottish Power plc
1 Atlantic Quay
Glasgow G2 8SP
Scotland UK

Judith A. Johansen
President and CEO
Suite 2000
500 N.E. Multnomah Street
Portland, OR 97232

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with copies to:

David T. Nish, Finance Director

M. Douglas Dunn

Andrew Mitchell, Company Secretary

Orlan M. Johnson

James Stanley, General Counsel

Milbank Tweed Hadley & McCloy LLP

Scottish Power plc

1 Chase Manhattan Plaza

1 Atlantic Quay

New York, NY 10005

Glasgow G2 8SP

Scotland UK

(4) Required information regarding the registrants and each subsidiary company thereof (indented to reflect parent-subsidiary relationships):

<u>Name of Company</u>	<u>Organization</u>	<u>State/ Country</u>	<u>Type of Business</u>
Scottish Power plc	Corp.	Scotland	Holding Company
Scottish Power NA 1 Limited	Corp.	Scotland	Holding Company
Scottish Power NA 2 Limited	Corp.	Scotland	Holding Company
PacifiCorp Holdings Inc. (merged with NA General Partnership)	Corp.	DE	Holding Company
Pacific Klamath Energy, Inc.	Corp.	OR	Energy-related Company
PacifiCorp	Corp.	OR	Electric Utility
Centralia Mining Company	Corp.	WA	Mining Company
Energy West Mining Company	Corp.	UT	Mining Company
Glenrock Coal Company	Corp.	WY	Mining Company
Interwest Mining Company	Corp.	OR	Mining Company
Pacific Minerals, Inc.	Corp.	WY	Mining Company
Bridger Coal Company	Joint Venture	WY	Mining Company (66.67%)
PacifiCorp Environmental Remediation Company	Corp.	DE	Environmental Remediation (89.90%)
PacifiCorp Future Generations, Inc.	Corp.	OR	Holds rain forest carbon credits

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<u>Name of Company</u>	<u>Organization</u>	<u>State/Country</u>	<u>Type of Business</u>
Canopy Botanicals, Inc.	Corp.	DE	Rain forest carbon credits (77.85%)
Canopy Botanicals, S.R.L.	Corp.	Bolivia	Rain forest carbon credits (49%)
PacifiCorp Investment Management, Inc.	Corp.	OR	Management Services to PacifiCorp Environmental Remediation Company
PacifiCorp Group Holdings Company	Corp.	OR	Nonutility Holding Company
Enable LLC	L.L.C.	DE	Inactive (50%)
PacifiCorp Trans, Inc.	Corp.	OR	Inactive
New Energy Holdings I, Inc.	Corp.	OR	Inactive
EnergyWorks Holdings I	Corp.	Cayman Islands	Inactive
New India Power Company One	Corp.	Mauritius	Inactive
EnergyWorks India Co. Pvt.	Corp.	India	Inactive
New IndiaPower Company Two	Corp.	Mauritius	Inactive
PACE Group, Inc.	Corp.	OR	Economic Development Assets
Pacific Kinston Energy, Inc.	Corp.	OR	Inactive
PacifiCorp Development Company	Corp.	OR	Inactive
PacifiCorp Generation Int'l, BV	Corp.	Netherlands	Project Bidding
Pacific Bakun Energy, BV	Corp.	Netherlands	Project Bidding

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<u>Name of Company</u>	<u>Organization</u>	<u>State/Country</u>	<u>Type of Business</u>
PacifiCorp Energy Ventures, Inc.	Corp.	OR	Energy-related Investments
Nth Power Management, LP	Partnership	OR	Energy-related Investments
PacifiCorp Financial Services	Corp.	OR	Inactive
Birmingham Syn Fuel I, Inc.	Corp.	OR	Inactive
CS Holdings, Inc.	Corp.	OR	Inactive
Koala FSC, Ltd.	Corp.	Bermuda	Inactive
Leblon Sales Corporation	Corp.	U.S. Virgin Islands	Special Purpose Subsidiary
Pacific Development (Property) Inc.	Corp.	OR	Special Purpose Subsidiary
Pacific Harbor Capital, Inc.	Corp.	DE	Financial Service Company
PFI International, Inc.	Corp.	Guam	Inactive
PHC Properties Corporation	Corp.	FL	Tax-Exempt Investments
PCC Holdings, Inc.	Corp.	OR	Finance Company
Hillsborough Leasing Services, Inc.	Corp.	NJ	Inactive
PNF Holdings, Inc.	Corp.	WA	Inactive
VCI Acquisition Co.	Corp.	OR	Inactive
PacifiCorp International Group Holdings Company	Corp.	OR	Nonutility Holding Company
PacifiCorp Hazelwood Pty Ltd.	Corp.	Australia	Inactive
Hazelwood Australia, Inc.	Corp.	OR	Inactive
Hazelwood Finance LP	Partnership	Australia	Inactive (12.5%)

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<u>Name of Company</u>	<u>Organization</u>	<u>State/Country</u>	<u>Type of Business</u>
Hazelwood Ventures, Inc.	Corp	OR	Inactive
PPM Energy, Inc.	Corp.	OR	Wholesale Power Marketing and Gas Storage
Arlington Wind LLC	L.L.C.	OR	Wind Facility
Enstor, Inc.	Corp	OR	Special Purpose Subsidiary
Columbia Gas Storage LLC	L.L.C.	DE	Gas Storage
Brentwood Gas Storage LLC	L.L.C.	OR	Gas Storage
City Gate Gas Storage LLC	L.L.C.	DE	Gas Storage
Delta Gas Storage LLC	L.L.C.	DE	Gas Storage
Enstor Louisiana LLC	L.L.C.	OR	Gas Storage
Enstor Operating Company, LLC	Corp.	OR	Gas Storage
Katy Storage and Transportation, L.P.	Partnership	TX	Gas Storage
Heartland Wind LLC	L.L.C	OR	Special Purpose Subsidiary
Flying Cloud Power Partners, LLC	L.L.C.	DE	EWG
Klamath Energy LLC	L.L.C.	OR	EWG
Klamath Generation LLC	L.L.C.	OR	Special Purpose Subsidiary
Klondike Wind Power LLC	L.L.C.	OR	EWG
Moraine Wind II LLC	L.L.C.	OR	Wind Facility
Moraine Wind LLC	L.L.C.	OR	EWG

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<u>Name of Company</u>	<u>Organization</u>	<u>State/Country</u>	<u>Type of Business</u>
Pacific Wind Development LLC	L.L.C.	OR	Special Purpose Subsidiary
Phoenix Wind Power LLC	L.L.C.	OR	EWG
PPM Alta Mesa LLC	L.L.C.	OR	Inactive
PPM Colorado Wind Ventures, Inc.	Corp.	OR	Wind Facility
Colorado Wind Ventures, LLC	L.L.C.	DE	Wind Facility
Colorado Green Holdings, LLC	L.L.C.	DE	EWG (50%)
Scenic Vista Wind Power, LLC	L.L.C.	DE	Special Purpose Subsidiary
Mountain View Green LLC	L.L.C.	OR	Special Purpose Subsidiary
Mountain View Power Partners III, LLC	L.L.C.	DE	EWG
Trimont Wind I LLC	L.L.C.	OR	Inactive
West Valley Leasing Company, LLC	L.L.C.	OR	Special Purpose Subsidiary
Ivanhoe Wind Energy LLC	L.L.C.	OR	Inactive
SP Finance	Corp.	England	Inactive/Dormant
SP Finance 2 Limited	Corp.	Scotland	Inactive/Dormant
PacifiCorp UK Limited	Corp.	England	Inactive/Dormant
ScottishPower Overseas Holdings Limited	Corp.	Scotland	Inactive/Dormant
PacifiCorp Energy Canada Ltd.	Corp.	Canada	Gas Storage

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<u>Name of Company</u>	<u>Organization</u>	<u>State/Country</u>	<u>Type of Business</u>
SP Finance 4 Limited (formerly Venus 3 Limited)	Corp.	Scotland	Inactive/Dormant
SP Finance 5 Limited (formerly Venus 5 Limited)	Corp.	Scotland	Inactive/Dormant
Scottish Power Finance (Jersey) Corp. Jersey Finance Company Limited Venus 5 Limited	Corp.	Cayman Islands	Inactive/Dormant
ScottishPower UK Holdings Limited	Corp.	Scotland	FUCO
ScottishPower Energy Management (Agency) Limited	Corp.	Scotland	Wholesale Power
ScottishPower Energy Management Limited	Corp.	Scotland	Wholesale Power Servicing
Holford Gas Storage Limited	Corp.	Scotland	Gas Storage
Scottish Power UK plc	Corp.	Scotland	FUCO
Aspen 1 Limited	Corp.	Scotland	Inactive/Dormant
Caledonian Gas Limited	Corp.	Scotland	Inactive/Dormant
ScottishPower Group Money Purchase Pension Scheme Limited	Corp.	England	Trustee-Pension
ScottishPower Inc.	Corp.	DE	Inactive/Dormant
Manweb Limited	Corp.	England	Inactive/Dormant
Roboscot (38) Limited	Corp.	Scotland	Inactive/Dormant
SaBRe Water Limited	Corp.	Scotland	Inactive/Dormant
Scottish Power Trustees Limited	Corp.	Scotland	Inactive/Dormant
Scottish Utility Services Limited	Corp.	Scotland	Inactive/Dormant
Camjar plc	Corp.	England	Inactive/Dormant
Spotlight Trading Limited	Corp.	England	Inactive/Dormant

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Telephone Information Services plc	Corp.	England	Inactive/Dormant
ScottishPower Energy Retail Limited	Corp.	Scotland	Wholesale Power
Manweb Energy Consultants Limited	Corp.	England	Inactive/Dormant
N.E.S.T.MAKERS Limited	Corp.	England	Energy-Related
ScottishPower Generation Limited	Corp.	Scotland	Electricity and Gas Generation
Beaufort Energy Limited	Corp.	Scotland	Wind Power
CRE Energy Limited	Corp.	Northern Ireland	Wind Power
Wind Resources Limited	Corp.	England	Wind Power
Carland Cross Limited	Corp.	England	Wind Power
Coal Clough Limited	Corp.	England	Wind Power
CeltPower Limited	Corp.	England	Wind Power
Emerald Power Generation Limited	Corp.	England	Settlement Operation
Manweb Generation Holdings Limited	Corp.	England	Energy-Related
Manweb Generation (Winnington) Limited	Corp.	England	Inactive/Dormant

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<u>Name of Company</u>	<u>Organization</u>	<u>State/Country</u>	<u>Type of Business</u>
Winnington Combined Heat and Power Ltd.	Corp.	England	Inactive/Dormant
Winnington Combined Heat and Power Developments Limited	Corp.	England	Inactive/Dormant
Winnington Combined Heat and Power Operations Limited	Corp.	England	Inactive/Dormant
Scotash Limited	Corp.	England	Safe of Ash Products
Shoreham Operations Company Limited	Corp.	England	Energy-Related
SMW Limited	Corp.	Scotland	Energy-Related
South Coast Power Limited	Corp.	England	Energy-Related
ScottishPower Share Scheme Trustees Limited	Corp.	Scotland	Trustee ESOP
ScottishPower Sharesave Trustees Limited	Corp.	Scotland	Trustee ESOP
Selectusonline Limited	Corp.	England	Energy-Related
SP Dataserve Limited	Corp.	Scotland	Meter Operation
SP Distribution Limited	Corp.	Scotland	Energy Distribution

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Scottish Electricity Settlements Limited	Corp.	Scotland	Settlement Company
SP Gas Limited	Corp.	Scotland	Gas Transportation
SP Power Systems Limited	Corp.	Scotland	Asset Management
Core Utility Solutions Limited	Corp.	England	Energy-Related
SP Transmission Limited	Corp.	Scotland	Electric Transmission
GBSO Limited	Corp.	Scotland	Inactive/Dormant
Teledata (Holdings) Limited	Corp.	Scotland	Inactive/Dormant
Teledata (Outsourcing) Limited	Corp.	England	Inactive/Dormant
The CallCentre Service Limited	Corp.	England	Inactive/Dormant
Teledata Scotland Limited	Corp.	Scotland	Inactive/Dormant
The Information Service Limited	Corp.	England	Inactive/Dormant
Clubcall Telephone Services Limited	Corp.	England	Inactive/Dormant
Clubline Services Limited	Corp.	England	Inactive/Dormant
Telephone International Media Holdings Limited	Corp.	England	Inactive/Dormant

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Copperteam Limited	Corp.	England	Inactive/Dormant
Telephone International Media Limited	Corp.	England	Inactive/Dormant
TIM Limited	Corp.	England	Inactive/Dormant
ScottishPower Investments Limited	Corp.	Scotland	Finance Entity
Caledonian Communications Limited	Corp.	Scotland	Inactive/Dormant
Genscot Limited	Corp.	Scotland	Finance Entity
Manweb Holdings Limited	Corp.	England	Foreign Service Company
Manweb Contracting Services Limited	Corp.	England	Inactive/Dormant
Manweb Gas Limited	Corp.	England	Inactive/Dormant
Manweb Pensions Trustee Limited	Corp.	England	Inactive/Dormant
Mawlaw 526 Limited	Corp.	England	Inactive/Dormant
SSEB Limited	Corp.	Scotland	Inactive/Dormant
ScotPower Limited	Corp.	Scotland	Inactive/Dormant
Scotsgrid Limited	Corp.	Scotland	Inactive/Dormant
ScottishPower Finance Limited	Corp.	Scotland	Inactive/Dormant
Scotspower Limited	Corp.	Scotland	Inactive/Dormant

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<u>Name of Company</u>	<u>Organization</u>	<u>State/Country</u>	<u>Type of Business</u>
ScottishPower Insurance Limited	Corp.	Isle of Man	Insurance
ScottishPower Leasing Limited	Corp.	Scotland	Inactive/Dormant
ScottishPower Securities Limited	Corp.	Scotland	Inactive/Dormant
ScottishPower Telecommunications Limited	Corp.	Scotland	Inactive/Dormant
Demon Internet Limited	Corp.	England	Inactive/Dormant
Cityscape Global Media Limited	Corp.	England	Inactive/Dormant
Cityscape Internet Services Limited	Corp.	England	Inactive/Dormant
Cityscape Limited	Corp.	England	Inactive/Dormant
Demon Limited	Corp.	England	Inactive/Dormant
Dispatch Publishing Limited	Corp.	England	Inactive/Dormant
Locomotive Software Group Limited	Corp.	England	Inactive/Dormant
Locomotive Software Developments Limited	Corp.	England	Inactive/Dormant
Turnpike 1996 Limited	Corp.	England	Inactive/Dormant

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Name of Company	Organization	State/Country	Type of Business
Turnpike Limited	Corp.	England	Inactive/Dormant
The IP Systems Operation Limited	Corp.	England	Inactive/Dormant
Lancastrian Holdings Limited	Corp.	England	Inactive/Dormant
Megafone (UK) Limited	Corp.	England	Inactive/Dormant
Psychic Companions Limited	Corp.	England	Inactive/Dormant
SPPT Limited	Corp.	England	Inactive/Dormant
Watermark Games Limited	Corp.	England	Inactive/Dormant
SP Manweb plc	Corp.	England	FUCO
Manweb Nominees Limited	Corp.	England	Inactive/Dormant
Manweb Services Limited	Corp.	England	Inactive/Dormant
Manweb Share Scheme Trustees Limited	Corp.	England	Inactive/Dormant

Signature

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, the registrants have caused this notification of registration to be duly signed on their behalf on this the 24th day of February, 2004.

Scottish Power plc

By: /s/ David T. Nish

David T. Nish

Finance Director

Attest

/s/ Donald McPherson

Donald McPherson

Verification

The undersigned, being duly sworn, deposes and says that he has duly executed the attached amended Notification of Registration dated February 24, 2004 for and on behalf of Scottish Power plc, that he is the Finance Director of such company, and that all action by stockholders, directors and other bodies necessary to authorize deponent to execute and file such instrument has been taken. Deponent further says that he/she is familiar with such instruments and the contents thereof, and that the facts therein set forth are true to the best of his/her knowledge, information and belief.

/s/ David T. Nish

David T. Nish,

Finance Director

(Official Seal)

Subscribed and sworn to before me at this 24th day of February 2004.

/s/ Donald McPherson

Donald McPherson

My commission expires: