

[Roll Call Vote]

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**SOUTHERN CALIFORNIA PUBLIC POWER AUTHORITY**

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**First Supplemental  
Transmission Project Bond Anticipation Note Resolution**

**supplementing the  
Transmission Project Bond Anticipation Note Resolution,  
(Resolution No. 1984-8)**

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**RESOLUTION NO. 1984-22**

**Adopted  
September 27, 1984**

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**TABLE OF CONTENTS**

**Page**

**ARTICLE I**

**AUTHORITY AND DEFINITIONS**

Section 101.	Supplemental Resolution. . . . .	1
Section 102.	Authority for this First Supplemental Resolution. . . . .	1
Section 103.	Definitions. . . . .	1

**ARTICLE II**

**Establishment of 1984 Notes Escrow Fund and  
Application Thereof**

Section 201.	Establishment of 1984 Notes Escrow Fund. . . . .	2
Section 202.	Irrevocable Trust Created. . . . .	2
Section 203.	Application of Moneys Held in 1984 Notes Escrow Fund. . . . .	2
Section 204.	Investment of Moneys Held in 1984 Notes Escrow Fund. . . . .	2
Section 205.	Amounts Remaining in 1984 Notes Escrow Fund. . . . .	3

**ARTICLE III**

**Miscellaneous**

Section 301.	Original Resolution To Remain in Effect. . . . .	3
Section 302.	Effective Date. . . . .	3

**RESOLUTION NO. 1984-22**

**FIRST SUPPLEMENTAL  
TRANSMISSION PROJECT BOND ANTICIPATION NOTE RESOLUTION**

**BE IT RESOLVED** by Southern California Public Power Authority ("the Authority") as follows:

**ARTICLE I**

**AUTHORITY AND DEFINITIONS**

**SECTION 101. Supplemental Resolution.** This First Supplemental Transmission Project Bond Anticipation Note Resolution (the "First Supplemental Resolution") supplements the Transmission Project Bond Anticipation Note Resolution, Resolution No. 1984-8, adopted by the Authority on January 20, 1984 (the "Original Resolution").

**SECTION 102. Authority for this First Supplemental Resolution.** This First Supplemental Transmission Project Bond Anticipation Note Resolution is adopted (i) pursuant to the provisions of the Act and (ii) in accordance with Article VII of the Original Resolution.

**SECTION 103. Definitions.** (1) Except as provided by this First Supplemental Resolution, all terms which are defined in Section 101 of the Original Resolution shall have the same meanings in this First Supplemental Resolution as such terms are given in said Section 101 of the Original Resolution.

(2) In this First Supplemental Resolution:

**1984 Notes Escrow Fund** shall mean the 1984 Notes Escrow Fund established in Section 201 hereof.

**1984 Series B Bonds** shall mean the Authority's Transmission Project Revenue Bonds, 1984 Series B, authorized by Article II of the Second Supplemental Indenture.

**Original Indenture** shall mean the Authority's Indenture of Trust, dated as of May 1, 1983, from the Authority to the Trustee.

**Second Supplemental Indenture** shall mean the Second Supplemental Indenture of Trust, dated as of September 1, 1984, from the Authority to the Trustee.

Trustee means the Trustee as defined in the Original Indenture.

## ARTICLE II

### ESTABLISHMENT OF 1984 NOTES ESCROW FUND AND APPLICATION THEREOF

**SECTION 201. Establishment of 1984 Notes Escrow Fund.** There is hereby established the 1984 Notes Escrow Fund, to be held in trust by the Fiscal Agent. There shall be deposited in the 1984 Notes Escrow Fund the moneys transferred to the Fiscal Agent by, or on behalf of, the Authority pursuant to Sections 301(1) and 301(2) of the Second Supplemental Indenture from the Initial Facilities Account in the Construction Fund.

**SECTION 202. Irrevocable Trust Created.** The deposit of moneys in the 1984 Notes Escrow Fund shall constitute an irrevocable deposit of said moneys for the benefit of the holders of the \$200,000,000 aggregate principal amount of 1984 Series A Notes maturing April 15, 1985. The moneys in the 1984 Notes Escrow Fund shall be held in trust by the Fiscal Agent, and shall be transferred at the times and in the amounts as hereinafter provided.

**SECTION 203. Application of Moneys Held in 1984 Notes Escrow Fund.** (1) The Fiscal Agent shall on April 15, 1985 transfer from the 1984 Notes Escrow Fund and deposit in the Interest Account in the Note Fund, solely for the payment of interest on the 1984 Series A Notes maturing April 15, 1985, an amount equal to the lesser of (a) \$6,000,000 or (b) the amount of interest due and payable on April 15, 1985 on the 1984 Series A Notes maturing April 15, 1985 less the amount on deposit in such Interest Account on April 15, 1985 and available for payment of such interest.

(2) The Fiscal Agent shall on April 15, 1985, after making any transfer required by paragraph (1) of this Section 203, transfer from the 1984 Notes Escrow Fund and deposit in the Principal Account in the Note Fund, solely for the payment of principal on the 1984 Series A Notes maturing April 15, 1985, \$200,000,000.

**SECTION 204. Investment of Moneys Held in 1984 Notes Escrow Fund.** Moneys held for the credit of the 1984 Notes Escrow Fund shall be invested and reinvested in direct obligations of or obligations guaranteed by the United States of America, as set forth in the irrevocable instructions of the Authority given at the time of the initial deposit to such Fund. Such investments shall mature not later than such times as shall be necessary to provide moneys when needed for payments to be made from the 1984 Notes Escrow

Fund. All interest or income earned by reason of investment of moneys in the 1984 Notes Escrow Fund shall be retained therein and held for the purposes of said Fund, unless invested in accordance with such irrevocable instructions.

**SECTION 205. Amounts Remaining in 1984 Notes Escrow Fund.** Section 202 and 204 notwithstanding, if, after the application of moneys provided for in Section 203 hereof, there shall remain any moneys in the 1984 Notes Escrow Fund, all such moneys shall be transferred from the 1984 Notes Escrow Fund and deposited with the Trustee for deposit in the Initial Facilities Account in the Construction Fund.

**ARTICLE III**

**MISCELLANEOUS**

**SECTION 301. Original Resolution To Remain in Effect.** Save and except as supplemented by this First Supplemental Resolution, the Original Resolution shall remain in full force and effect.

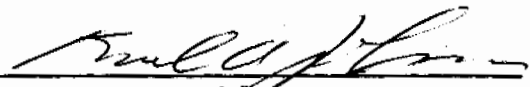
**SECTION 302. Effective Date.** This First Supplemental Transmission Project Bond Anticipation Note Resolution shall take effect immediately.

PASSED by the Board of Directors of the Southern California Public Power Authority this 27th day of September 1984.

SOUTHERN CALIFORNIA PUBLIC  
POWER AUTHORITY

Attest:

By

  
President

By

  
Assistant Secretary