

1.) CORPORATION NAME:

**BECHTEL POWER CORPORATION**

DUE DATE: **12/31/2013**

2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS:

**CT CORPORATION SYSTEM  
4701 COX ROAD, SUITE 285  
GLEN ALLEN, VA**

SCC ID NO: **F0259533**

5.) STOCK INFORMATION

CLASS	AUTHORIZED
COMMON	10,000

3.) CITY OR COUNTY OF VA REGISTERED OFFICE:

**HENRICO COUNTY**

4.) STATE OR COUNTRY OF INCORPORATION:

**NV**

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: 5275 WESTVIEW DRIVE

CITY/ST/ZIP: FREDERICK, MD 21703-8306

7.) DIRECTORS AND PRINCIPAL OFFICERS:

All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

<p>NAME: TOBY J SEAY TITLE: PRESIDENT ADDRESS: 5275 WESTVIEW DRIVE CITY/ST/ZIP/CO: FREDERICK, MD 21703-8306</p>	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
<p>NAME: MICHAEL A. ADAMS TITLE: SR VICE PRES ADDRESS: 12011 SUNSET HILLS ROAD, SUITE 110 CITY/ST/ZIP/CO: RESTON, VA 20190</p>	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
<p>NAME: MICHAEL C. BAILEY TITLE: SR VICE PRES ADDRESS: 50 BEALE STREET CITY/ST/ZIP/CO: SAN FRANCISCO, CA 94105</p>	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
<p>NAME: WILLIAM N DUDLEY, JR. TITLE: DIRECTOR ADDRESS: 12011 SUNSET HILLS ROAD, SUITE 110 CITY/ST/ZIP/CO: RESTON, VA 20190</p>	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
<p>NAME: GORDON L LUSHBAUGH, JR. TITLE: SR VICE PRES ADDRESS: 5275 WESTVIEW DRIVE CITY/ST/ZIP/CO: FREDERICK, MD 21703-8306</p>	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
<p>NAME: BRIAN P. REILLY TITLE: SR VICE PRES ADDRESS: 5275 WESTVIEW DRIVE CITY/ST/ZIP/CO: FREDERICK, MD 21703-8306</p>	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR

NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	GEORGE R. ASHLEY VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	JOHN K. ATWELL VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	JOSEPH J. BRIGHTMAN VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	JOHN K. DESHONG VICE PRESIDENT 50 BEALE STREET SAN FRANCISCO, CA 94105	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	TED C. FEIGENBAUM VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	JEFFREY E. GOLDSTEIN VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	DONN W. GRIMM VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, CA 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	BRIAN A HARTMAN VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	ROBERT L KASPER, JR. VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	MARY T MCLAUGHLIN VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	KEVIN C LEADER VP & TREASURER 50 BEALE STREET SAN FRANCISCO, CA 94105	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR

NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	MICHAEL S ROBINSON VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-7306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	MARK S SMETHURST VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	M. ANETTE SPARKS PVP & CONTROLLE 50 BEALE STREET SAN FRANCISCO, CA 94105	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	TAKYAR SUNIL VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	LASZLO A VON LAZAR VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	MARK F ZEIGER VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	SCOTT D AUSTIN VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	GLEN P BROCK VP & ASST SEC 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	FRANK P CASTRICHINI VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	THOMAS B JARBOE VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	MELISSA A JONES VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR

NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	THOMAS A LENAGHAN VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	SHARON L LYON VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	J. MIKE MCLEMORE VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	MARY W QUAZZO VP & SECRETARY 50 BEALE STREET SAN FRANCISCO, CA 94105	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	PARTHO RAYSIRCAR VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	ROBERT H RUBENSTEIN VP & ASST. SEC 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	PAUL D STASZESKY VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	JOHN P STROUD VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	AHMET TOKPINAR VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	PAUL TOOZE VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	RICHARD E. GALLAGHER VICE PRESIDENT 5275 WESTVIEW DRIVE FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR

NAME: MARK W. VOORHIS TITLE: VICE PRESIDENT ADDRESS: 5275 WESTVIEW DRIVE CITY/ST/ZIP/CO: FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER <input type="checkbox"/> DIRECTOR
NAME: CAROL B DUKE TITLE: ASST SECRETARY ADDRESS: 5275 WESTVIEW DRIVE CITY/ST/ZIP/CO: FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER <input type="checkbox"/> DIRECTOR
NAME: CHARLES M FOLTYN TITLE: ASST SECRETARY ADDRESS: 5275 WESTVIEW DRIVE CITY/ST/ZIP/CO: FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER <input type="checkbox"/> DIRECTOR
NAME: ELDYNE S PERROU TITLE: ASST SECRETARY ADDRESS: 50 BEALE ST CITY/ST/ZIP/CO: SAN FRANCISCO, CA 94105-1813	<input checked="" type="checkbox"/> OFFICER <input type="checkbox"/> DIRECTOR
NAME: KIMBERLEY C SCHAFFER TITLE: ASST SECRETARY ADDRESS: 50 BEALE STREET CITY/ST/ZIP/CO: SAN FRANCISCO, CA 94105-1813	<input checked="" type="checkbox"/> OFFICER <input type="checkbox"/> DIRECTOR
NAME: GARRY B AICKEN TITLE: ASST SECRETARY ADDRESS: 5275 WESTVIEW DRIVE CITY/ST/ZIP/CO: FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER <input type="checkbox"/> DIRECTOR
NAME: GEORGE A. MURRAY TITLE: ASST SECRETARY ADDRESS: 5275 WESTVIEW DRIVE CITY/ST/ZIP/CO: FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER <input type="checkbox"/> DIRECTOR
NAME: JAMES C. NYGAARD TITLE: ASST SECRETARY ADDRESS: 5275 WESTVIEW DRIVE CITY/ST/ZIP/CO: FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER <input type="checkbox"/> DIRECTOR
NAME: J. PHIL DYSON TITLE: ASST SECRETARY ADDRESS: 5275 WESTVIEW DRIVE CITY/ST/ZIP/CO: FREDERICK, MD 21703-8306	<input checked="" type="checkbox"/> OFFICER <input type="checkbox"/> DIRECTOR
NAME: PEGGY H. RESTIVO TITLE: ASST CONTROLLER ADDRESS: 50 BEALE STREET CITY/ST/ZIP/CO: SAN FRANCISCO, CA 94105-1813	<input checked="" type="checkbox"/> OFFICER <input type="checkbox"/> DIRECTOR
I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.	
/s/ PEGGY H. RESTIVO SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	PEGGY H. RESTIVO, ASST CONTROLLER PRINTED NAME AND CORPORATE TITLE
12/12/2013 DATE	
It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.	