

ALLIANT ENERGY CORP
Form U5S
May 01, 2003

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C.

FORM U5S

ANNUAL REPORT

For the Year Ended December 31, 2002

Filed pursuant to the
Public Utility Holding Company Act of 1935 by

Alliant Energy Corporation

4902 N. Biltmore Lane
Madison, Wisconsin 53718-2132

(Name and address of each registered holding company in the system)

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ITEM 1. SYSTEM COMPANIES AND INVESTMENTS THEREIN AS OF DECEMBER 31, 2002

Name of Company	Co	D
Alliant Energy Corporation (Alliant Energy)		
Interstate Power and Light Company (IP&L) (f/k/a IES Utilities, Inc.) Secured and Unsecured Debt		
EnviroGas LP (A)		
IPL SPE LLC (f/k/a IESU SPE LLC)		
Alliant Energy SPE LLC (Remainder owned by WPL SPE LLC)		
Wisconsin Power and Light Company (WP&L) Secured and Unsecured Debt		
South Beloit Water, Gas & Electric Company (South Beloit)		
American Transmission Company, LLC (ATC LLC) (Also owned by WPL Transco LLC and ATC Management Inc.)		
Wisconsin River Power Company		
Wisconsin Valley Improvement Company		
WPL Transco LLC		
ATC LLC (Also owned by South Beloit and ATC Management Inc.)		
ATC Management Inc.		
ATC LLC (Also owned by South Beloit and WPL Transco LLC)		

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WPL SPE LLC
Alliant Energy SPE LLC (Remainder owned by IPL SPE LLC)

Alliant Energy Corporate Services, Inc. (Corporate Services)

Alliant Energy Nuclear, LLC
Nuclear Management Company, LLC

Alliant Energy TransCo LLC (***)
TRANSLink Development Company LLC (***)

Distribution Vision 2010, LLC (***)

Alliant Energy Resources, Inc. (Resources)
Secured and Unsecured Debt

SmartEnergy, Inc.
SmartEnergy Ventures, Inc. (**)

AEG Worldwide, Inc. (f/k/a Alliant Energy Generation, Inc.)
Alliant Energy Tallmadge Power Co., LLC (**)
Tallmadge Generation Co., LLC (**)
Alliant Energy Generation, Inc. (***)
AEG Operations, LLC (***)

AER Holding Company

Escosul Ltda. (Remainder owned by International)
Alliant Holdco One S/A (Also owned by Holdings Brasil (**)(***)
Alliant Holdco Two S/A (Also owned by Holdings Brasil) (**)(***)
Alliant Holdco Three S/A (Also owned by Holdings Brasil) (**)(***)

Capital Square Financial Corporation (Cap. Square) (B)
Apollo Tax Credit Fund XVII LP (A) (B)
School House Apartments - Jefferson LLC (B)

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Name of Company

LNT Communications LLC (LNT)

Alliant Energy Holdings do Brasil Ltda. (Holdings Brasil) (Also owned by Alliant Energy International, Inc. (International) and Grandelight Holding Ltd. (Grandelight))
Refer to International for additional investments of Holdings Brasil.

Whiting Petroleum Corporation (Whiting) (B)
Secured and Unsecured Debt

Whiting Programs, Inc. (B)
Whiting - Golden Gas Production Company (B)
WOK Acquisition Company (**)(B)

Alliant Energy Integrated Services Company (ISCO)
Secured and Unsecured Debt

Industrial Energy Applications, Inc. (IEA)
BFC Gas Company LLC
Energys, Inc.
RMT, Inc. (RMT)
RMT North Carolina, Inc.
RMT, Inc., Michigan

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RMT International, Inc.
Heartland Energy Group, Inc. (HEG)
Industrial Energy Applications Delaware, Inc. (IEA Delaware)
Bastian Bay Pipeline, LP (Bastian Bay) (Also owned by Alliant Energy Field Services, LLC (Field Services)) (A)
Oak Hill Pipeline LP (A)
Alliant South Texas Pipeline, LP (South Texas) (Also owned by Field Services) (A)
Alliant Energy Desdemona, LP (Desdemona) (Also owned by Field Services) (A)
NG Energy Trading, LLC
Field Services
Desdemona (Also owned by IEA Delaware) (A)
Bastian Bay (Also owned by IEA Delaware) (A)
South Texas (Also owned by IEA Delaware) (A)
Alliant Energy Integrated Services-Energy Management LLC
Alliant Energy Integrated Services-Energy Solutions LLC
Schedin & Associates, Inc. (**)
SVBK Consulting Group, Inc. (**)
Energy Performance Services, Inc.
Cogenex Corporation (Cogenex)
APS Cogenex LLC
Energy Capital and Services I, LP (A)
Energy Capital and Services II, LP (A)
Cogenex West Corporation
EUA Cogenex-Canada Inc.
EUA Cogenex-Canada Energy Services, Inc.
AGRA Cogenex Joint Venture
Northeast Energy Management, Inc.

Alliant Energy Synfuel LLC (***)
Kaufman & Broad-Nexgen LLC (***)
West Virginia Synfuel LP (***) (A)
Alpha Synfuel LLC (***)
New River Synfuel LLC (***)

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Name of Company

Alliant Energy Transportation, Inc. (Transportation)
Secured and Unsecured Debt
IEI Barge Services, Inc. (Barge)
Transfer Services, Inc. (Transfer)
Williams Bulk Transfer Inc. (Williams)
Cedar Rapids and Iowa City Railway Company (CRANDIC)
Heartland Rail Corporation

Alliant Energy Investments, Inc. (Investments)
AEI Holding Company
Iowa Land and Building Company (Iowa Land)
Prairie Ridge Business Park, L.C.
Blairs Ferry LP (A)
2001 Development Corporation
3001 LLC
OSADA I LP (A)
Village Lakeshares, LP (A)
Heartland Energy Services, Inc.
ReGENco LLC
Heartland Properties, Inc. (HPI) (B)

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Secured and Unsecured Debt

Indiana Housing Equity Fund, LP (A) (B)
Heartland Properties Equity Investment Fund IV, LLC (B)
The Heartland-NML Investment Fund, LLC (B)
641 West Main Street LP (A) (B)
Janesville Jeffris Flats Affordable Housing LP (A) (B)
Atlantic-Sundance Apartments, LP (Sundance) (Also owned by Investments) (A) (B)
Wagon Wheel LP (Wagon Wheel) (Also owned by Investments) (A) (B)
Countryside of Clinton Associates, LP (Countryside) (Also owned by Investments) (A) (B)
Meadow Wood Associates of Carroll Phase II, LP (Meadow Wood) (Also owned by Investments) (A) (B)
Fort Madison IHA Senior Housing LP (Fort Madison I) (Also owned by Investments) (A) (B)
Fort Madison IHA II Senior Housing LP (Fort Madison II) (Also owned by Investments) (A) (B)
Maquoketa IHA Senior Housing LP (Maquoketa) (Also owned by Investments) (A) (B)
Knoxville IHA Senior Housing LP (Knoxville) (Also owned by Investments) (A) (B)
MDI LP #47 (MDI) (Also owned by Investments) (A) (B)
Pickerel Park Associates LP (Pickerel Park) (Also owned by Investments) (A) (B)
Keokuk Senior Housing LP (Keokuk) (Also owned by Investments) (A) (B)
Carroll IHA Senior Housing LP (Carroll IHA) (Also owned by Investments) (A) (B)
Decorah Woolen Mills, LP (Decorah) (***) (A) (B)
Van Allen, LP (***) (A) (B)
VFH, LLLP (***) (A) (B)
Scott Meadows Senior Housing LP (Scott Meadows) (Also owned by Investments) (A) (B)
Sundance (Also owned by HPI) (A) (B)
Wagon Wheel (Also owned by HPI) (A) (B)
Countryside (Also owned by HPI) (A) (B)
Meadow Wood (Also owned by HPI) (A) (B)
Fort Madison I (Also owned by HPI) (A) (B)

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Name of Company

Fort Madison II (Also owned by HPI) (A) (B)
Maquoketa (Also owned by HPI) (A) (B)
Knoxville (Also owned by HPI) (A) (B)
MDI (Also owned by HPI) (A) (B)
Pickerel Park (Also owned by HPI) (A) (B)
Keokuk (Also owned by HPI) (A) (B)
Carroll IHA (Also owned by HPI) (A) (B)
Decorah (Also owned by HPI and Investments) (***) (A) (B)
Van Allen, L.P. (Also owned by HPI and Investments) (***) (A) (B)
VFH, LLLP (Also owned by HPI and Investments) (***) (A) (B)
Scott Meadows (Also owned by HPI) (A) (B)

International

Secured and Unsecured Debt

Alliant Energy Finance Holdings Pty. Ltd. (Finance Holdings) (B)
Alliant Energy Finance (No. 1) Pty. Ltd. (Finance No. 1) (B)
Alliant Energy Finance Holdings Partnership (Also owned by Finance Holdings) (B)
Alliant Energy Finance (No. 2) Pty. Ltd. (Finance No. 2) (B)
Alliant Energy Finance Partnership (Also owned by Alliant Energy Finance Holdings Partnership) (B)

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Alliant Energy Finance Holdings Partnership (Also owned by Finance No. 1) (B)
Alliant Energy Finance Partnership (Also owned by Finance No. 2) (B)

Escosul Ltda. (Also owned by Resources)
Alliant Holdco One S/A (Also owned by Holdings Brasil) (**) (***)
Alliant Holdco Two S/A (Also owned by Holdings Brasil) (**) (***)
Alliant Holdco Three S/A (Also owned by Holdings Brasil) (**) (***)

Interstate Energy Corporation PTE Ltd. (IEC PTE)
Jiaxing JIES Heat & Power Co. Ltd. (Foreign Utility Company (FUCO)) Register
Tongxiang TIES Power & Heat Co. Ltd. (FUCO) Register
Anhui New Energy Heat & Power Co. Ltd. (Bengbu) (FUCO) Register
Holdings Brasil (Also owned by Resources and Grandelight) 691,609
Pbpart - SE 1 S.A. (Pbpart SE 1) (Also owned by Empresa Energetica de Sergipe S.A. (Energipe))
Pbpart - SE 2 Ltda. (Pbpart SE 2)
Sociedade Anonima de Eletrificacao da Paraiba S.A. (Saelpa) (FUCO)
Usina Termelétrica de Juiz de Fora S.A. (Usina Termelétrica) (Also owned by Catleo Energia S.A. (Catleo)) (FUCO)
TermoSergipe S.A. (Also owned by Energisa S.A.)
Companhia Força e Luz Cataguazes - Leopoldina (Cataguazes) 10,
(Also owned by Gipar S.A.) (FUCO)
Teleacabo S.A.
Companhia de Eletricidade de Nova Friburgo S.A. (CENF) (FUCO)
MCL Cabo S.A.
Energisa Telecom Ltda.
Multipar S.A. (Also owned by Multiagro Agropecuaria Com. e Ind. Ltda.)
Multiagro
Teleserv S.A.
Multiagro
Multipar S.A. (Also owned by Cataguazes)

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Name of Company

Catleo (FUCO)
Usina Termelétrica (Also owned by Holdings Brasil) (FUCO)
Energisa S.A. (Also owned by Holdings Brasil)
Celbpar S.A.
Cenfpar S.A.
Saelpapar S.A.
TermoSergipe S.A. (Also owned by Holdings Brasil)
Energipe (FUCO)
Pbpart S.A. (Pbpart)
Companhia Energetica da Borborema S.A. (CELB)
(FUCO)
Pbpart SE 1 (Also owned by Holdings Brasil)
Pbpart SE 2
Saelpa (FUCO)
Energisapar S/A (***)
Energisa S.A. (Also owned by Cataguazes)
Celbpar S.A.
Cenfpar S.A.
Saelpapar S.A.
TermoSergipe S.A. (Also owned by Holdings Brasil)
Energipe (FUCO)

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Pbpart
 CELB (FUCO)
Pbpart SE 1 (Also owned by Holdings Brasil)
 Pbpart SE 2
 Saelpa (FUCO)
Energisapar S/A (***)
Gipar S.A. 12,
 Cataguazes (Also owned by Holdings Brasil) (FUCO) 24,
 Teleacabo S.A.
 Multiagro
 Multipar S.A. (Also owned by Cataguazes)
 CENF (FUCO)
 MCL Cabo S.A.
 Energisa Telecom Ltda.
 Multipar S.A. (Also owned by Multiagro)
 Multiagro
 Teleserv S.A.
 Catleo (FUCO)
 Usina Termeletrica (Also owned by Holdings Brasil) (FUCO)
 Energisa S.A. (Also owned by Holdings Brasil)
 Celbpar S.A.
 Cenfpar S.A.
 Saelpapar S.A.
 TermoSergipe S.A. (Also owned by Holdings Brasil)
 Energipe (FUCO)
 Pbpart
 CELB (FUCO)
 Pbpart SE 1 (Also owned by Holdings Brasil)
 Pbpart SE 2
 Saelpa (FUCO)
 Energisapar S/A (***)
Alliant Holdco One S/A (Also owned by Escosul Ltda.) (**) (***)
Alliant Holdco Two S/A (Also owned by Escosul Ltda.) (**) (***)

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Name of Company

Alliant Holdco Three S/A (Also owned by Escosul Ltda.) (**) (***)
Alliant International New Zealand Ltd. (New Zealand)
Te Maunga Power Ltd. (Also owned by Infratil Ltd. (Infratil))
TrustPower Ltd. (Also owned by Infratil) (FUCO)
Infratil Ltd. (FUCO)
 TrustPower Ltd. (Also owned by New Zealand) (FUCO)
 Te Maunga Power Ltd. (Also owned by New Zealand)
Alliant Energy Australia Pty. Ltd. (B)
 Alliant Energy Southern Hydro Australia Pty. Ltd. (AE Southern Hydro) (B)
 Southern Hydro Partnership (Also owned by Alliant Energy Hydro Pty.
 Ltd. (AE Hydro) and Alliant Energy Hydro No. 2 Pty. Ltd.) (FUCO) (B)
Alliant Energy Hydro Holdings Pty. Ltd. (***) (B)
 Alliant Energy Hydro No. 2 Pty. Ltd. (***) (B)
 Southern Hydro Partnership (Also owned by AE Southern Hydro and AE
 Hydro) (FUCO) (B)
AE Hydro (B)
 Southern Hydro Partnership (Also owned by AE Southern Hydro and Alliant
 Energy Hydro No. 2 Pty. Ltd.) (FUCO) (B)
 Southern Hydro Operations Pty. Ltd. (B)
 Southern Hydro Maintenance Services Pty. Ltd. (B)
Grandelight Holding Ltd.

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Alliant Energy TransCo LLC	Iowa	5/21/02	5/21/02	Intermedia
Alliant Energy Generation, Inc.	Wisconsin	12/19/02	12/19/02	Intermedia
AEG Operations, LLC	Wisconsin	12/27/02	12/27/02	Holding co
Alliant Energy Synfuel LLC	Iowa	4/11/02	4/11/02	Intermedia
Kaufman & Broad-Nexgen LLC	Delaware	8/16/99	5/2/02	Intermedia
West Virginia Synfuel LP	Delaware	5/2/02	5/2/02	Intermedia
Alpha Synfuel LLC	Delaware	5/2/02	5/2/02	Intermedia
New River Synfuel LLC	Colorado	10/14/99	5/2/02	Rule 58 en
VFH, LLLP	Iowa	12/26/01	8/25/02	Investment
Decorah Woolen Mills, LP	Iowa	9/6/01	1/30/02	Investment
Van Allen, L.P.	Iowa	12/20/02	12/20/02	Investment
Energisapar S/A	Brazil	2/8/02	2/8/02	Consulting
Alliant Holdco One S/A	Brazil	6/25/02	6/25/02	Intermedia
Alliant Holdco Two S/A	Brazil	3/1/02	3/1/02	Intermedia
Alliant Holdco Three S/A	Brazil	3/1/02	3/1/02	Intermediar
Alliant Energy Hydro Holdings Pty. Ltd.	Australia	3/5/02	3/5/02	Holding co
Alliant Energy Hydro No. 2 Pty. Ltd	Australia	3/5/02	3/5/02	Holding co
Tangshan Peak Heat & Power Co., Ltd.	China	11/7/02	11/7/02	Holding co
Peak Xin Wen Pte. Ltd	Singapore	5/25/02	5/25/02	Intermedia
Tai An Hua Feng Peak Heat and Power Co. Ltd.	China	10/24/02	11/28/02	FUCO
Peak Pacific (China) Investment Company Ltd.	China	10/10/02	10/10/02	Intermedia
TRANSLink Development Company LLC	Delaware	6/7/02	6/7/02	Rule 58 en
Distribution Vision 2010, LLC	Delaware	10/2/01	12/19/02	Rule 58 en
T2 Education Pte Ltd	Singapore	10/10/01	1/1/02	Holding co

(A) Identification of Partners for Limited Partnerships

Company Name	General Partner	Limit
EnviroGas LP	David S. O'Neill	IP&L
Bastian Bay	Field Services	IEA Delaware
Oak Hill Pipeline LP	Polo Energy Corporation	IEA Delaware
South Texas	Field Services	IEA Delaware ; OG
Desdemona	Field Services	IEA Delaware; OGS
Energy Capital and Services I, LP	Cogenex	Cogenex; E.I. Fun
Energy Capital and Services II, LP	Cogenex	Cogenex; E.I. Fun

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Company Name	General Partner	Limit
West Virginia Synfuel LP	Charleston Capital Corporation	Kaufman & Broad-N
Blairs Ferry LP	MidAmerica Housing Partnership	Investments
OSADA I LP	MidAmerica Housing Partnership	Investments
Village Lakeshares, LP	Investments	Investments
		Banc One CDC; Fed
		HPI; National Cit
Indiana Housing Equity Fund, LP	The Indiana Equity Fund, Inc	Community Develop
Apollo Tax Credit Fund XVII LP	Apollo Housing II LLC	Cap. Square
641 West Main Street LP	Madison Mutual Housing Association	HAH-Madison Main
Janesville Jeffris Flats		
Affordable Housing LP	Heartland Affordable Housing	Banc One CDC
Sundance	Cohen-Esrey Housing Partner, LLC	Heartland Special
Wagon Wheel	Burns & Burns, L.C.	Heartland Special
Countryside	James F. Levy & Newbury Development Co.	Heartland Special
Meadow Wood	James F. Levy & Newbury Development Co.	Heartland Special

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Fort Madison I	Burns & Burns, L.C.	Heartland Special
Fort Madison II	Burns & Burns, L.C.	Heartland Special
Maquoketa	Burns & Burns, L.C.	Heartland Special
Knoxville	Burns & Burns, L.C.	Heartland Special
MDI	MetroPlains Properties, Inc.	Heartland Special
Pickerel Park	James F. Levy & Newbury Development Co.	Heartland Special
Keokuk	Burns & Burns, L.C.	Heartland Special
Carroll IHA	Burns & Burns, L.C.	Heartland Special
Decorah	Northeast Iowa Community Action Corp.	Heartland Special
Van Allen, LP	Community Housing Initiatives, Inc.	Heartland Special
VFH, LLLP	Vera French Manor, Inc.	Heartland Special
	Marion Churches Senior Living Community	
Scott Meadows	Foundation, Inc.	Heartland Special

(B) At December 31, 2002, Alliant Energy's oil and gas (Whiting), Australian (including Southern Hydro) and affordable housing businesses have been classified as held for sale.

(C) The voting power/ownership amounts above represent Alliant Energy's direct and indirect ownership in the voting securities of each system company, however this amount may not equal the amount of voting interest in each system company that Alliant Energy controls.

ITEM 2. ACQUISITIONS OR SALES OF UTILITY ASSETS

Information concerning acquisitions or sales of utility assets by System companies not reported in a certificate filed pursuant to Rule 24 is as follows:

None.

ITEM 3. ISSUE, SALE, PLEDGE, GUARANTEE OR ASSUMPTION OF SYSTEM SECURITIES

Name of Issuer and Title of Issue	Name of Company Issuing or Selling Securities	Principal Amount or Stated Value ----- Issued and Sold	Date of Transaction
Resources ----- Senior Notes, 9.75%, due 2013	Resources -----	\$300,000,000	12/26/02
IPL --- Series A Cumulative Preferred Stock, 8.375%	IPL ---	150,000,000	12/20/02
Whiting ----- Bank One, NA, 3.63%, due 12/2005	Whiting -----	185,000,000	12/20/02

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Alliant Energy Finance Holdings ----- Unisuper - Vendor Finance, 9.99%, due 2/2005	Alliant Energy ----- Finance Holdings -----	29,234,592	03/01/02
Alliant Energy Australia Pty Ltd. ----- Mezzanine Notes, 11.34%, due 6/2005	Alliant Energy ----- Australia Pty Ltd. -----	15,047,359	03/01/02
Alliant Energy Australia Pty Ltd. ----- Senior Notes, 8.39%, due 12/2013	Alliant Energy ----- Australia Pty Ltd. -----	105,227,300	03/01/02
Peak Pacific Investment Company, Ltd. ----- Loan Payable - Zhending, 6.96%, due 5/2007	Peak Pacific ----- Investment Company, ----- Ltd. ----	3,623,188	05/31/02
Alliant Energy Australia Pty Ltd. ----- Subordinate Debt, 6.64%, due 12/2002	Alliant Energy ----- Australia Pty Ltd. -----	15,152,400	03/01/02
BFC Gas Company, LC ----- Skidloader Loan - NHCC, 5.95%, due 11/2005	BFC Gas Company, LC -----	22,668	11/15/02
HPI ---- Anchor Construction Note, 5.5%, due 10/2003	HPI ---- Reedsburg	994,926	4/2/02
HPI ---- WHEDA, 4.75%, due 8/2021	HPI ---- Reedsburg	360,000	4/2/02
HPI ---- WHEDA, 0%, due 8/2021	HPI ---- Reedsburg	96,794	4/2/02

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Name of Issuer and Title of Issue	Name of Company Issuing or Selling Securities	Principal Amount or Stated Value	Date of Transaction
-----	-----	-----	-----
HPI ---- HOME Funds, 3%, due 6/2032	HPI ---- Reedsburg	120,000	4/2/02

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HPI --- Reedsburg TIF, 0%, due 8/2031	HPI --- Reedsburg	170,000	4/2/02
HPI --- HOME Funds, 3%, due 10/2016	HPI --- Montello	420,088	4/2/02
HPI --- JP Morgan, 7.32%, due 5/2017	HPI --- Sun Prairie - Sunwood	2,100,000	4/2/02
Carroll IHA ----- USDA, 1%, due 2/2032	Carroll IHA -----	350,000	4/2/02
Carroll IHA ----- IDED, 1%, due 11/2022	Carroll IHA -----	599,976	11/30/02
Knoxville ----- Hills Bank, 7.95%, due 8/2011	Knoxville -----	17,366	5/31/02
Keokuk ----- USDA, 1%, due 2/2032	Keokuk -----	375,000	5/31/02
Keokuk ----- IDED, 1%, due 11/2022	Keokuk -----	599,976	11/30/02
MDI --- IHC Loan, 0%, due 6/2032	MDI ---	190,000	12/30/02
MDI --- CDBG Loan, 0%, due 7/2022	MDI ---	165,000	12/30/02
MDI --- City of Dubuque, 0%, due 7/2032	MDI ---	180,000	12/30/02
MDI --- TIF Financing, 3%, due 6/2012	MDI ---	220,000	5/31/02
Decorah ----- Community First National Bank, 7%, due 4/2003	Decorah -----	1,115,000	6/15/02
Decorah ----- HOME Loan, 1%, due 8/2023	Decorah -----	330,000	12/30/02

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Name of Issuer and Title of Issue	Name of Company Issuing or Selling Securities	Principal Amount or Stated Value ----- Issued and Sold	Date of Transactio
Decorah ----- Federal Home Loan Bank's AHP, 1%, due 1/2018	Decorah -----	75,000	12/30/02
HPI --- DMB Community Bank, 7%, due 6/2005	HPI --- AHFLP	1,055,000	6/15/02
HPI --- Associated Bank, 6%, due 8/2005	HPI ---	879,584	8/15/02
HPI --- Farmers & Merchants Bank, 6.95%, due 1/2005	HPI --- Whitney	330,232	2/1/02
HPI --- Peoples State Bank, 6.5%, due 1/2005	HPI ---	240,508	2/1/02

ITEM 3. ISSUE, SALE, PLEDGE, GUARANTEE OR ASSUMPTION OF SYSTEM SECURITIES
(Continued)

The following items are recurring transactions of system companies:

Name of Issuer And Title of Issue	Name of Company Issuing or Selling Securities	Total Balance At Year End	Highest Balance
Alliant Energy Commercial Paper	Alliant Energy	\$135,500,000	\$208,626,
WP&L Commercial Paper	WP&L	60,000,000	86,000,
Resources Commercial Paper	Resources	--	596,695,
Alliant Energy Credit Facility Borrowings	Alliant Energy	85,000,000	445,000,
IP&L Credit Facility Borrowings	IP&L	--	95,000,
Resources Bridge Loan	Resources	--	100,000,

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The following items are financial guarantees and commitments of system companies:

At December 31, 2002, HPI had extended commitments to provide \$1,567,000 in financing to developers which were secured by affordable housing properties. HPI anticipates other lenders will ultimately finance these properties. The highest amount outstanding during 2002 was \$2,479,000 and no consideration was received by HPI other than the purpose of the commitments described above.

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ITEM 4. ACQUISITION, REDEMPTION OR RETIREMENT OF SYSTEM SECURITIES

Name of Issuer and Title of Issue	Name of Company Redeeming or Retiring Securities	Principal Amount Redeemed or Retired	Con
Resources ----- Credit facility-long term (3.00% to 3.45%)	Resources	\$383,610,000	\$38
IP&L ---- 4.80%, Cumulative Preferred stock	IP&L	6,000,000	
IP&L ---- 4.30%, Cumulative Preferred stock	IP&L	7,320,300	
IP&L ---- 6.10%, Cumulative Preferred stock	IP&L	5,000,000	
IP&L ---- 4.36%, Class A Preferred stock	IP&L	3,022,750	
IP&L ---- 4.68%, Class A Preferred stock	IP&L	2,796,300	
IP&L ---- 7.76%, Class A Preferred stock	IP&L	27,250,000	2
IP&L ----	IP&L	5,000,000	

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6.40%, Class A Preferred stock

IP&L ---	IP&L	560,000
5.75%, due serially 2002 to 2003		
CRANDIC -----	CRANDIC	105,032
State of Iowa, 3.00%, due 12/2010		
CRANDIC -----	CRANDIC	31,127
State of Iowa, 0%, due 12/2010		
Alliant Energy Australia Pty Ltd. -----	Alliant Energy Australia Pty Ltd.	776,043
Mezzanine Notes, 11.34%, due 6/2005		
Alliant Energy Australia Pty Ltd. -----	Alliant Energy Australia Pty Ltd.	5,221,460
Senior Notes, 8.39%, due 12/2013		
Alliant Energy Australia Pty Ltd. -----	Alliant Energy Australia Pty Ltd.	15,152,400
Subordinate Debt, 6.64%, due 12/2002		
Anhui New Energy Heat & Power Co., Ltd. -----	Anhui New Energy Heat & Power Co., Ltd.	678,827
Loan Payable to China, 6.21%, due 12/2007		
Peak Pacific Investment Company, Ltd. -----	Peak Pacific Investment Company, Ltd.	13,530,000
Loan Payable to IFC		

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Name of Issuer and Title of Issue	Name of Company Redeeming or Retiring Securities	Principal Amount Redeemed or Retired	Con
Sundance -----	Sundance	9,143	
IFA, 1%, due 4/2014			
Wagon Wheel -----	Wagon Wheel	7,596	
3 Transactions, 1% to 9.25%, due 11/2014 to 3/2019			
Fort Madison I -----	Fort Madison I	12,978	
3 Transactions, 1%, due 10/2009 to 7/2029			
Fort Madison II -----	Fort Madison II	8,978	
2 Transactions, 1%, due 2/2021 to 4/2030			
Various transactions less than \$100,000			

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Maquoketa ----- 2 Transactions, 1%, due 2/2021 to 4/2031	Maquoketa ----- Various transactions less than \$100,000	9,679
Carroll IHA ----- USDA, 1%, due 2/2032	Carroll IHA	724
Knoxville ----- IDED, 1%, due 2/2021	Knoxville	17,620
Knoxville ----- 3 Transactions, 1%, due 8/2011 to 4/2031	Knoxville ----- Various transactions less than \$100,000	10,904
Keokuk ----- USDA, 1%, due 2/2032	Keokuk	668
Countryside ----- Wells Fargo Gap Note, 7.43%, due 1/2002	Countryside	265,000
Countryside ----- 2 Transactions, 1% to 7.43%, due 12/2016 to 2/2021	Countryside ----- Various transactions less than \$100,000	1,907
Meadow Wood ----- 2 Transactions, 1% to 7.43%, due 2/2016 to 2/2021	Meadow Wood ----- Various transactions less than \$100,000	2,611
Pickerel Park ----- Wells Fargo, 7.43%, due 12/2016	Pickerel Park	1,054
MDI --- TIF Financing, 3%, due 6/2012	MDI	4,686
HPI --- Portage Village Hights Apartments FNMA, 9.88%, due 5/2002	HPI --- AHFLP - Village Heights	1,029,140
HPI --- Associated Bank., 9.65%, due 8/2002	HPI --- HAH - Wausau	884,178
HPI --- Farmers & Merchants Bank., 8.5%, due 1/2002	HPI --- Whitney	340,700
HPI --- Peoples State Bank, 7.95%, due 1/2002	HPI --- PDC - Liberty Place	244,741

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HPI	HPI	1,069,223
---	---	
64 transactions, 1% to 10.75%, due 12/2002 to 4/2045	Various transactions less than \$100,000	

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ITEM 5. INVESTMENTS IN SECURITIES OF NONSYSTEM COMPANIES AS OF DECEMBER 31, 2002

1.

Name of Company	Aggregate Amount of Investments in Persons (Entities) Operating in Retail Service Area of Owner (in thousands)	Number of Persons (Entities)	Description of Persons (Entities)
Dane County Development Company Inc.	\$50	1	Invests in and provides financial assistance in reasonable business ventures in Dane County community by creating new jobs, providing and undertaking improvements in lower income areas and other community credit needs.
Iowa Venture Capital Fund Limited Partnership	18	1	Economic development joint venture with other companies.
Venture Capital Fund Limited Partnership	1	1	Partnership organized for the purpose of making investments in business enterprises.
Sun Prairie Industrial Development Corporation	1	1	Corporation formed to attract business to the area.

2. Securities not included in Item 5, No. 1:

Name of Company	Name of Issuer	Description of Security	Number of Shares	% of Voting Power	
Resources, Investments, HPI, LNT	McLeodUSA Inc.	\$0.01 Class A Common Stock	3,283,726	1%	Tel com
AER Holding	Capstone Turbine Corporation	\$0.001 Common Stock	1,464,286	2%	Pro sys
Resources	American Superconductor	\$0.01 Common Stock	82,600	Less	Dev

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Corporation

than 1%

Resources,
AER Holding

Proton Energy Systems, Inc.

\$0.01 Common Stock

89,260

Less
than 1%

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Name of Company	Name of Issuer	Description of Security	Number of Shares	% of Voting Power	
Resources	AstroPower, Inc.	\$0.01 Common Stock	20,400	Less than 1%	Dev sol gen
Resources	AnAerobics, Inc	\$0.001 Series A Convertible Preferred Stock	1,403,579	5%	Dev sou was sys
Resources	CellTech Power, Inc.	\$0.001 Series A Convertible Preferred Stock	120,000	1%	Dev tec dis mar
Resources	ADI Thermal Power Corporation	\$1.00 Common Stock	33,334	4%	Dev eng dis
Resources	STM Power, Inc.	\$0.01 Series A Convertible Preferred Stock	585,480	4%	Dev sys ext (St tec
WP&L	Dais Analytic Corporation	\$0.01 Common Stock	20,833	2%	Dev pol nov ene
Cap. Square	Federal National Mortgage Association	\$0.525 Common Stock	400	Less than 1%	Fac mor low mid
Alliant Energy	Madison Gas and Electric Company	\$1.00 Common Stock	225	Less than 1%	Uti
Cataguazes	Cataguazes Servicos Aeroes de Prospeccao S/A	\$1 Brazil Real Common Stock	8,160	9%	Air
Resources	Nth Power Technologies Fund II, LP	(*)	(*)	8%	Cap spe ene

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Name of Company	Name of Issuer	Description of Security	Number of Shares	% of Voting Power	
Whiting	Delta Petroleum Corporation	\$0.01 Common Stock	390,000	2%	Eng acq exp and gas
New Zealand	Natural Gas Corporation Holdings Ltd.	\$0.01 Ordinary Shares	1,800	Less than 1%	Uti
New Zealand	Horizon Energy Distribution Limited	\$1.00 Ordinary Shares	250	Less than 1%	Uti

(*) Noncorporate subsidiary (limited partnership)

ITEM 6. OFFICERS AND DIRECTORS AS OF DECEMBER 31, 2002

Part I. Name, Principal Business Address and Positions Held as of December 31, 2002

Name (Address)*	Position Held	Name (Address)*	Position
Alliant Energy Corporation			
Erroll B. Davis, Jr. (a)	Officer, Director	Enrique Bacalao (a)	Officer
William D. Harvey (a)	Officer	Eric D. Mott (a)	Officer
James E. Hoffman (b)	Officer	Alan B. Arends (j)	Director
Eliot G. Protsch (b)	Officer	Jack B. Evans (b)	Director
Barbara J. Swan (a)	Officer	Joyce L. Hanes (k)	Director
Thomas M. Walker (a)	Officer	Lee Liu (b)	Director
Pamela J. Wegner (a)	Officer	Katharine C. Lyall (a)	Director
Dundeana K. Doyle (a)	Officer	Singleton B. McAllister (hhh)	Director
Thomas L. Hanson (a)	Officer	David A. Perdue (ggg)	Director
John E. Kratchmer (a)	Officer	Judith D. Pyle (a)	Director
Barbara A. Siehr (a)	Officer	Robert W. Schlutz (o)	Director
F.J. Buri (a)	Officer	Wayne H. Stoppelmoor (h)	Director
Joan M. Thompson (b)	Officer	Anthony R. Weiler (p)	Director
Linda J. Wentzel (a)	Officer		
Interstate Power and Light Company			
Erroll B. Davis, Jr. (a)	Officer, Director	Linda J. Wentzel (a)	Officer
Eliot G. Protsch (b)	Officer	Enrique Bacalao (a)	Officer
William D. Harvey (a)	Officer	Steven F. Price (a)	Officer
Barbara J. Swan (a)	Officer	Alan B. Arends (j)	Director
Thomas M. Walker (a)	Officer	Jack B. Evans (b)	Director
Pamela J. Wegner (a)	Officer	Joyce L. Hanes (k)	Director
Dundeana K. Doyle (a)	Officer	Lee Liu (b)	Director

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Vern A. Gebhart (b)	Officer	Katharine C. Lyall (a)	Director
Thomas L. Hanson (a)	Officer	Singleton B. McAllister (hhh)	Director
John E. Kratchmer (a)	Officer	David A. Perdue (ggg)	Director
Daniel L. Mineck (b)	Officer	Judith D. Pyle (a)	Director
Barbara A. Siehr (a)	Officer	Robert W. Schlutz (o)	Director
Kim K. Zuhlke (a)	Officer	Wayne H. Stoppelmoor (h)	Director

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F.J. Buri (a)	Officer	Anthony R. Weiler (p)	Director
Daniel L. Siegfried (b)	Officer		

Wisconsin Power and Light Company

Erroll B. Davis, Jr. (a)	Officer, Director	Linda J. Wentzel (a)	Officer
William D. Harvey (a)	Officer	Enrique Bacalao (a)	Officer
Eliot G. Protsch (b)	Officer	Steven F. Price (a)	Officer
Barbara J. Swan (a)	Officer	Alan B. Arends (j)	Director
Thomas M. Walker (a)	Officer	Jack B. Evans (b)	Director
Pamela J. Wegner (a)	Officer	Joyce L. Hanes (k)	Director
Dundeeana K. Doyle (a)	Officer	Lee Liu (b)	Director
Vern A. Gebhart (b)	Officer	Katharine C. Lyall (a)	Director
Thomas L. Hanson (a)	Officer	Singleton B. McAllister (hhh)	Director
John E. Kratchmer (a)	Officer	David A. Perdue (ggg)	Director
Daniel L. Mineck (b)	Officer	Judith D. Pyle (a)	Director
Barbara A. Siehr (a)	Officer	Robert W. Schlutz (o)	Director
Kim K. Zuhlke (a)	Officer	Wayne H. Stoppelmoor (h)	Director
F.J. Buri (a)	Officer	Anthony R. Weiler (p)	Director

South Beloit Water, Gas & Electric Company

William D. Harvey (a)	Officer, Director	Steven F. Price (a)	Officer
Thomas L. Hanson (a)	Officer	John E. Kratchmer (a)	Officer
F.J. Buri (a)	Officer	Thomas L. Adelman (ss)	Director
Linda J. Wentzel (a)	Officer	Kim K. Zuhlke (a)	Director

Wisconsin River Power Company

Thomas P. Meinz (bb)	Officer, Director	Barth J. Wolf (bb)	Officer,
Dennis J. Maki (bb)	Officer, Director	William D. Harvey (a)	Director
Charles J. Ohl (a)	Officer, Director	Joseph E. Shefchek (a)	Director

Wisconsin Valley Improvement Company

Robert Gall (x)	Officer, Director	Neil Krebsbach (a)	Director
Thomas P. Meinz (bb)	Officer, Director	Dennis J. Maki (bb)	Director
Sam Morgan (x)	Officer	Scott C. Mosher (x)	Director
Donald Bradford (x)	Officer	Thomas G. Scharff (cc)	Director
Phil Valitchka (x)	Officer	Kenneth Schulz (x)	Director
Robert Birkhauser (x)	Director	Dennis Urbanek Sr. (x)	Director

ATC Management Inc.

Jose Delgado (yy)	Officer, Director	David Porter (yy)	Director
Daniel A. Doyle (yy)	Officer	Augustin Ramirez (yy)	Director
Harry Terhune (yy)	Officer	Patrick D. Schrickel (yy)	Director
Dale Landgren (yy)	Officer	Roy Thilly (yy)	Director
Walter Woelfle (yy)	Officer	William C. Verrette (yy)	Director
William D. Harvey (a)	Director	Mark C. Williamson (yy)	Director
Anthony S. Earl (yy)	Director	Stephen J. Yanisch (yy)	Director

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Alliant Energy Corporate Services, Inc.

Erroll B. Davis, Jr. (a)	Officer, Director	John E. Kratchmer (a)	Officer
William D. Harvey (a)	Officer, Director	Daniel L. Mineck (b)	Officer
James E. Hoffman (b)	Officer, Director	Barbara A. Siehr (a)	Officer
Eliot G. Protsch (b)	Officer, Director	Kim K. Zuhlke (a)	Officer
Barbara J. Swan (a)	Officer, Director	F.J. Buri (a)	Officer
Thomas M. Walker (a)	Officer, Director	Kent M. Ragsdale (b)	Officer
Pamela J. Wegner (a)	Officer, Director	Linda J. Wentzel (a)	Officer

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Dundeana K. Doyle (a)	Officer	Enrique Bacalao (a)	Officer
Vern A. Gebhart (b)	Officer	Steven F. Price (a)	Officer
Thomas L. Hanson (a)	Officer		

TRANSLink Development Company LLC

Paul Pender (t)	Officer	Paul J Feldman (vvv)	Director
Kent M. Ragsdale (b)	Officer	Larry G. Garberding (www)	Director
Paul F. Barber (rrr)	Director	Thomas H. Johnson (p)	Director
Andrew C. Barrett (sss)	Director	Donald B. Stenberg (xxx)	Director
Julian J. Brix (ttt)	Director	Jon R. Whitney (yyy)	Director
Lisa Crutchfield (uuu)	Director		

Distribution Vision 2010, LLC

Bob Huber (c)	Officer
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Nuclear Management Company, LLC

Michael Sellman (tt)	Officer, Director	Jonathan Rogoff (tt)	Officer
William Hill (tt)	Officer	Charles Schrock (tt)	Officer
David Wilson (tt)	Officer	Michael Wadley (tt)	Officer
John Paul Cowan (ww)	Officer	Richard A. Abdo (c)	Director
Dean E. Ekstrom (tt)	Officer	David Joos (tt)	Director
Benjamin Ewers (tt)	Officer	Eliot G. Protsch (b)	Director
Donald Gillispie (tt)	Officer	Larry L. Weyers (bb)	Director
Thomas Palmisano (tt)	Officer	David Wilks (tt)	Director

Alliant Energy Resources, Inc.

Erroll B. Davis, Jr. (a)	Officer, Director	Linda J. Wentzel (a)	Officer
James E. Hoffman (b)	Officer	Enrique Bacalao (a)	Officer
William D. Harvey (a)	Officer	Steven F. Price (a)	Officer
Eliot G. Protsch (b)	Officer	Alan B. Arends (j)	Director
Thomas L. Hanson (a)	Officer	Jack B. Evans (b)	Director
John E. Kratchmer (a)	Officer	Joyce L. Hanes (k)	Director
Barbara A. Siehr (a)	Officer	Lee Liu (b)	Director
Thomas L. Aller (b)	Officer	Katharine C. Lyall (a)	Director
Charles Castine (b)	Officer	Singleton B. McAllister (hhh)	Director
Dundeana K. Doyle (a)	Officer	David A. Perdue (ggg)	Director
Michael P. Maley (ppp)	Officer	Judith D. Pyle (a)	Director
John K. Peterson (b)	Officer	Robert W. Schlutz (o)	Director
Thomas M. Walker (a)	Officer	Anthony R. Weiler (p)	Director
F.J.Buri (a)	Officer	Wayne H. Stoppelmoor (h)	Director
Daniel L. Siegfried (b)	Officer		

SmartEnergy, Inc.

Frank Greb (a)	Officer, Director	Anna Blumkin (kkk)	Officer
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Deborah Jackson (kkk)	Officer	David Frank (kkk)	Office
Badar Khan (kkk)	Officer	James E. Hoffman (b)	Direct
Ravi Thuraisingham (kkk)	Officer	Joel J. Schmidt (b)	Direct
Alexander Steffan (kkk)	Officer		

AEG Worldwide, Inc.

Michael P. Maley (ppp)	Officer	William D. Harvey (a)	Direct
Mark S. Condon (ppp)	Officer	James E. Hoffman (b)	Direct
F.J. Buri (a)	Officer	Thomas M. Walker (a)	Direct

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Alliant Energy Generation, Inc.

Michael P. Maley (ppp)	Officer	William D. Harvey (a)	Direct
Mark S. Condon (ppp)	Officer	James E. Hoffman (b)	Direct
F.J. Buri (a)	Officer	Thomas M. Walker (a)	Direct

AER Holding Company

Thomas L. Hanson (a)	Officer, Director	F.J. Buri (a)	Office
James E. Hoffman (b)	Officer, Director	Richard F. Klumpp (ooo)	Office
Thomas M. Walker (a)	Officer, Director		

Capital Square Financial Corporation

Ruth A. Domack (a)	Officer, Director	John W. Stoneman (a)	Office
Henry D. Wertheimer (a)	Officer	James E. Hoffman (b)	Direct
E. Dean Baumgardner (a)	Officer	Thomas L. Aller (b)	Direct

Alliant Energy Holdings do Brasil Ltda.

Felicia Bellows (b)	Officer		
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Whiting Petroleum Corporation

James J. Volker (q)	Officer, Director	James R. Casperson (q)	Office
James T. Brown (q)	Officer	Patricia J. Miller (q)	Office
John R. Hazlett (q)	Officer	Michael J. Stevens (q)	Office
Mark R. Williams (q)	Officer	Thomas L. Aller (b)	Direct
Christy M. Evenden (q)	Officer	James E. Hoffman (b)	Direct
F.J. Buri (a)	Officer	J. B. Ladd (q)	Direct
Thomas L. Hanson (a)	Officer	Thomas M. Walker (a)	Direct
D. Sherwin Artus (q)	Officer	Kenneth R. Whiting (q)	Direct

Whiting Programs, Inc.

James J. Volker (q)	Officer, Director	Mark R. Williams (q)	Office
D. Sherwin Artus (q)	Officer	Michael J. Stevens (q)	Office
James T. Brown (q)	Officer	Christy M. Evenden (q)	Office
John R. Hazlett (q)	Officer	James R. Casperson (q)	Office
Patricia J. Miller (q)	Officer		

Whiting-Golden Gas Production Company

D. Sherwin Artus (q)	Officer, Director	Mark R. Williams (q)	Office
James R. Casperson (q)	Officer, Director	Michael J. Stevens (q)	Office
James J. Volker (q)	Officer	Christy M. Evenden (q)	Office
James T. Brown (q)	Officer	John R. Hazlett (q)	Direct
Patricia J. Miller (q)	Officer		

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WOK Acquisition Company

James J. Volker (q)	Officer, Director	Patricia J. Miller (q)	Officer
James R. Casperson (q)	Officer, Director	Mark R. Williams (q)	Officer
John R. Hazlett (q)	Officer, Director	Michael J. Stevens (q)	Officer
D. Sherwin Artus (q)	Officer	Christy M. Evenden (q)	Officer
James T. Brown (q)	Officer		

Alliant Energy Integrated Services Company

Charles Castine (b)	Officer, Director	Thomas L. Hanson (a)	Officer
James E. Hoffman (b)	Officer, Director	Daniel L. Siegfried (b)	Officer
F.J. Buri (a)	Officer	Thomas L. Aller (b)	Director

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Industrial Energy Applications, Inc.

James E. Hoffman (b)	Officer, Director	Daniel L. Siegfried (b)	Officer
Charles Castine (b)	Officer	Erroll B. Davis, Jr. (a)	Director
Thomas L. Hanson (a)	Officer		

BFC Gas Company L.L.C.

Charles Castine (b)	Officer		
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Energys, Inc.

Charles Castine (b)	Officer	Daniel L. Siegfried (b)	Officer
Jon C. Bancks (b)	Officer	Linda J. Wentzel (a)	Officer
Jeffrey D. Schmidlen (nnn)	Officer	Erroll B. Davis, Jr. (a)	Director
Thomas L. Hanson (a)	Officer	James E. Hoffman (b)	Director

RMT, Inc.

Stephen D. Johannsen (a)	Officer	Joel E. Roberts (a)	Officer
William A. Dickrell (a)	Officer	Richard J. Sawinski (f)	Officer
Jeffrey M. Filipski (a)	Officer	Jack E. Seeds (a)	Officer
Kathryn R. Huibregtse (zzz)	Officer	Stephen L. Streblov (f)	Officer
Daniel E. Oman (r)	Officer	Robert J. Vetter (a)	Officer
Ted Juszczyk (a)	Officer	Thomas A. Allen (a)	Officer
Katharine E. Martin (a)	Officer	Thomas L. Hanson (a)	Officer
Ruth J. Muelker (g)	Officer	Erroll B. Davis, Jr. (a)	Director
James C. Myers (g)	Officer	James E. Hoffman (b)	Director
Samuel Nott (g)	Officer		

RMT North Carolina, Inc.

William A. Dickrell (a)	Officer, Director	Ruth J. Muelker (g)	Officer
Richard J. Sawinski (f)	Officer	Stephen D. Johannsen (a)	Director
Michael Parker (f)	Officer	Ted Juszczyk (a)	Director

RMT, Inc., Michigan

Daniel E. Oman (r)	Officer, Director	Douglas R. Genthe (r)	Officer
Katharine E. Martin (a)	Officer, Director	Robert J. Vetter (a)	Director

RMT International, Inc.

Samuel Nott (g)	Officer, Director	William A. Dickrell (a)	Officer, Director
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Stephen D. Johannsen (a)	Officer, Director	Ruth J. Muelker (g)	Officer
Heartland Energy Group, Inc. -----			
James E. Hoffman (b)	Officer, Director	Daniel L. Siegfried (b)	Officer
Charles Castine (b)	Officer	Erroll B. Davis, Jr. (a)	Director
Thomas L. Hanson (a)	Officer		
Industrial Energy Applications Delaware, Inc. -----			
James E. Hoffman (b)	Officer, Director	Daniel L. Siegfried (b)	Officer
Charles Castine (b)	Officer	Erroll B. Davis, Jr. (a)	Director
Thomas L. Hanson (a)	Officer		
Schedin & Associates, Inc. -----			
Gregory A. Genin (a)	Officer, Director	Loretta Razny (b)	Officer, D
Larry L. Schedin (t)	Officer, Director	Mary Fritsch (a)	Officer, D
SVBK Consulting Group, Inc. -----			
Gregory A. Genin (a)	Officer, Director	Loretta Razny (b)	Officer, D
23			
Sheree L. Brown (iii)	Officer, Director	Mary Fritsch (a)	Officer, D
Energy Performance Services, Inc. -----			
Charles Castine (b)	Officer, Director	Michael F. Gregg (xx)	Officer
F.J. Buri (a)	Officer, Director	Mark S. White (rr)	Officer
Thomas L. Hanson (a)	Officer, Director		
Cogenex Corporation -----			
Charles Castine (b)	Officer, Director	Michael F. Gregg (xx)	Officer
F.J. Buri (a)	Officer, Director	Mark S. White (xx)	Officer
Thomas L. Hanson (a)	Officer, Director	Marc J. Aronson (xx)	Officer
Cogenex West Corporation -----			
Charles Castine (b)	Officer, Director	Michael F. Gregg (xx)	Officer
F.J. Buri (a)	Officer, Director	Mark S. White (xx)	Officer
Thomas L. Hanson (a)	Officer, Director	Marc J. Aronson (xx)	Officer
EUA Cogenex-Canada Inc. -----			
Edward T. Liston (xx)	Officer, Director	Edward M. Gleason (a)	Officer
Jon C. Bancks (b)	Officer	Richard Bower (xx)	Director
Charles Castine (b)	Officer	Kenneth W. Movat (xx)	Director
Mark S. White (xx)	Officer		
EUA Cogenex-Canada Energy Services, Inc. -----			
Edward T. Liston (xx)	Officer, Director	Edward M. Gleason (a)	Officer
Jon C. Bancks (b)	Officer	Richard Bower (xx)	Director
Charles Castine (b)	Officer	Kenneth W. Movat (xx)	Director
Mark S. White (xx)	Officer		
Northeast Energy Management, Inc. -----			

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Charles Castine (b)	Officer, Director	Michael F. Gregg (xx)	Officer
F.J. Buri (a)	Officer, Director	Mark S. White (xx)	Officer
Thomas L. Hanson (a)	Officer, Director		

Alliant Energy Transportation, Inc.

Thomas L. Aller (b)	Officer, Director	Daniel L. Siegfried (b)	Officer
Paul H. Treangen (b)	Officer	Erroll B. Davis, Jr. (a)	Director
F.J. Buri (a)	Officer	James E. Hoffman (b)	Director
Thomas L. Hanson (a)	Officer		

IEI Barge Services, Inc.

Thomas L. Aller (b)	Officer, Director	Thomas L. Hanson (a)	Officer
Paul H. Treangen (b)	Officer, Director	Daniel L. Siegfried (b)	Officer

Transfer Services, Inc.

Thomas L. Aller (b)	Officer, Director	Daniel L. Siegfried (b)	Officer
Paul H. Treangen (b)	Officer, Director	James E. Hoffman (b)	Director
Thomas L. Hanson (a)	Officer		

Williams Bulk Transfer Inc.

Thomas L. Aller (b)	Officer, Director	Thomas L. Hanson (a)	Officer
Paul H. Treangen (b)	Officer, Director	F.J. Buri (a)	Officer
James E. Hoffman (b)	Officer		

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Cedar Rapids and Iowa City Railway Company

Thomas L. Aller (b)	Officer, Director	Daniel L. Siegfried (b)	Officer
Paul H. Treangen (b)	Officer, Director	James E. Hoffman (b)	Director
Thomas L. Hanson (a)	Officer		

Heartland Rail Corporation

Donald C. Byers (y)	Officer, Director	Jon R. Roy (z)	Director
T. Scott Bannister (m)	Officer	Marc A. Sanner (z)	Director
William H. Camp (z)	Director		

Alliant Energy Investments, Inc.

James E. Hoffman (b)	Officer, Director	Daniel L. Siegfried (b)	Officer
Thomas L. Aller (b)	Officer, Director	Linda J. Wentzel (a)	Officer
F.J. Buri (a)	Officer	Erroll B. Davis, Jr. (a)	Director
Thomas L. Hanson (a)	Officer		

AEI Holding Company

Thomas L. Aller (b)	Officer, Director	F.J. Buri (a)	Officer
Thomas L. Hanson (a)	Officer, Director	Richard F. Klumpp (ooo)	Officer
James E. Hoffman (b)	Officer, Director		

Iowa Land and Building Company

James E. Hoffman (b)	Officer, Director	Thomas L. Hanson (a)	Officer
Thomas L. Aller (b)	Officer, Director	Daniel L. Siegfried (b)	Officer
F.J. Buri (a)	Officer	Erroll B. Davis, Jr. (a)	Director

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2001 Development Corporation

Thomas M. Collins (u)	Officer, Director	Scott McIntyre, Jr. (b)	Officer,
Joe Hladky (b)	Officer, Director	Clark E. McLeod (b)	Officer,
James E. Hoffman (b)	Officer, Director	Ted Schwartz (v)	Officer,
Susan Mayer (l)	Officer, Director	Thomas L. Aller (b)	Officer

Heartland Energy Services, Inc.

James E. Hoffman (b)	Officer, Director	Thomas L. Hanson (a)	Officer
Charles Castine (b)	Officer	Daniel L. Siegfried (b)	Officer
Thomas L. Aller (b)	Officer	Erroll B. Davis, Jr. (a)	Director

Heartland Properties, Inc.

Ruth A. Domack (a)	Officer, Director	John W. Stoneman (a)	Officer
Henry D. Wertheimer (a)	Officer	James E. Hoffman (b)	Director
E. Dean Baumgardner (a)	Officer	Thomas L. Aller (b)	Director

Alliant Energy International, Inc.

James E. Hoffman (b)	Officer, Director	Daniel L. Siegfried (b)	Officer
John K. Peterson (b)	Officer	Steven F. Price (a)	Officer
F.J. Buri (a)	Officer	Erroll B. Davis, Jr. (a)	Director
Thomas L. Hanson (a)	Officer		

Alliant Energy Finance Holdings Pty. Ltd.

Timothy Rourke (zz)	Officer, Director	Simon Maher (zz)	Director
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Alliant Energy Finance (No. 1) Pty. Ltd.

Timothy Rourke (zz)	Officer, Director	Simon Maher (zz)	Director
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Alliant Energy Finance (No. 2) Pty. Ltd.

Timothy Rourke (zz)	Officer, Director	Simon Maher (zz)	Director
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Interstate Energy Corporation PTE Ltd.

John K. Peterson (b)	Officer, Director	Tang Chen Lin (jj)	Officer
Joel J. Schmidt (b)	Officer	James E. Hoffman (b)	Director
Thomas L. Hanson (a)	Officer	Juliet Ang (jj)	Director

Jiaxing JIES Heat & Power Co. Ltd.

Ronglin Ji (ll)	Officer, Director	John E. Clarke (b)	Director
Jianguang Shen (ll)	Officer	Jingjun Huang (ll)	Director
Yaoming Xu (ll)	Director	Joel J. Schmidt (b)	Director
John K. Peterson (b)	Director		

Tongxiang TIES Power & Heat Co. Ltd.

Yiqiang Du (ll)	Officer	Jiaquan Chen (ll)	Director
Keqiang Li (ll)	Officer	John E. Clarke (b)	Director
Xiao Kang Wang (ll)	Officer	Joel J. Schmidt (b)	Director
Deliang Zhou (ll)	Director	John K. Peterson (b)	Director
Liyong Bai (ll)	Director		

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Anhui New Energy Heat & Power Co. Ltd.

Qiang Wang (aaa)	Officer, Director	Feng Zhang (aaa)	Officer
Kairong Zheng (aaa)	Officer, Director	Joel J. Schmidt (b)	Director
Peicheng Cui (aaa)	Officer, Director	James N. Choate (b)	Director
Fuying Wang (aaa)	Officer	John E. Clarke (b)	Director
Zhengquan Gu (aaa)	Officer	Renee Y. Otto (b)	Director
Peizhoug Shen (aaa)	Officer	John K. Peterson (b)	Director
Zhongxiu Wang (aaa)	Officer	Lawrence W. Yu (aaa)	Director

Sociedade Anonima de Eletrificacao da Paraiba S.A.

Mauricio Perez Botelho (bbb)	Officer	Ricardo Perez Botelho (bbb)	Director
Manoel Otoni Neiva (bbb)	Officer	Getulio Lamartine de Paula Fonseca (ccc)	Director
Felicia Leigh Bellows (b)	Director	Claudio Jose Dias Sales (bbb)	Director
Ivan Muller Botelho (bbb)	Director	Carlos Eduardo Trois de Miranda (bbb)	Director

MCL Cabo S.A.

Gioreli de Souza Filho (bbb)	Officer, Director	Carlos Aurelio Martins Pimentel (bbb)	Director
Claudio Brandao Silvciro (bbb)	Officer	Luiz Otavio Cardoso de Azevedo (bbb)	Director

Energisapar S/A

Mauricio Perez Botelho (bbb)	Officer	Manoel Otoni Neiva (bbb)	Officer
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Energisa Telecom Ltda.

Mauricio Perez Botelho (bbb)	Officer	Jose Marcelo Goncalvos Reis (bbb)	Officer
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Multipar S.A.

Mauricio Perez Botelho (bbb)	Officer	Manoel Otoni Neiva (bbb)	Officer
Monica Perez Botelho (bbb)	Officer		

Multiagro Agropecuaria Com. e Ind. Ltda.

Mauricio Botelho (bbb)	Officer	Manoel Otoni Neiva (bbb)	Officer
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Energisa S.A.

John K. Peterson (b)	Director		
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Celbpar S.A.

Manoel Otoni Neiva (bbb)	Officer	Mauricio Botelho (bbb)	Officer
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Cenfpar S.A.

Manoel Otoni Neiva (bbb)	Officer	Mauricio Botelho (bbb)	Officer
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Saelpapar S.A.

Manoel Otoni Neiva (bbb)	Officer	Mauricio Botelho (bbb)	Officer
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Alliant Holdco One S/A

Marcelo Antonio Goncalves Souza (ddd)	Officer	Carlos Eduardo Trois de Miranda (bbb)	Officer
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Alliant Holdco Three S/A

Marcelo Antonio Goncalves Souza (ddd)	Officer	Carlos Eduardo Trois de Miranda (bbb)	Officer
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Alliant International New Zealand Ltd.

Simon Young (s)	Officer	John K. Peterson (b)	Director
James E. Hoffman (b)	Director		

TrustPower Ltd.

Simon Young (s)	Director	Harold M. Titter	Officer
Bruce J. Harker (s)	Director	Ronald P. Carter (s)	Director
Hugh R. Morrison (s)	Director	Michael J. Cooney	Director

Infratil Ltd.

John K. Peterson (b)	Director	Kevin O,Connor (vv)	Director
David Newman (vv)	Director	Duncan Saville (vv)	Director
Lloyd Morrison (vv)	Officer	Lib Petagna (vv)	Officer
Terry McAlister (vv)	Officer	Bruce Harker (s)	Director
Phil Walker (vv)	Director	Matthias Seidenstucker (qqq)	Officer
John Culy (vv)	Officer	Tim Brown (vv)	Officer
Paul Ridley-Smith (vv)	Officer	Graeme Thomson (vv)	Officer
Roger Crawford (qq)	Officer	George Royal (vv)	Officer
Matthew Civil (vv)	Officer	Adam Stannard (vv)	Director
Terry Cuttle (vv)	Officer		

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Alliant Energy Australia Pty. Ltd.

Timothy Rourke (zz)	Officer, Director	Simon D. Maher (zz)	Director
John K. Peterson (b)	Director		

Alliant Energy Southern Hydro Australia Pty. Ltd.

Timothy Rourke (zz)	Officer, Director	Simon D. Maher (zz)	Director
John K. Peterson (b)	Director		

Southern Hydro Partnership

Simon D. Maher (zz)	Officer	John K. Peterson (b)	Direct
Paul F. Maguire (zz)	Officer	David G. Wood (zz)	Direct
R. Champion (zz)	Director		

Alliant Energy Hydro Holdings Pty. Ltd.

Timothy Rourke (zz)	Officer, Director	John K. Peterson (b)	Direct
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Alliant Energy Hydro No. 2 Pty. Ltd

Timothy Rourke (zz)	Officer, Director	John K. Peterson (b)	Direct
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Southern Hydro Operations Pty. Ltd.

Paul F. Maguire (zz)	Officer	John K. Peterson (b)	Direct
Simon D. Maher (zz)	Director	Timothy H. Rourke (zz)	Direct

Southern Hydro Maintenance Services Pty. Ltd.

John K. Peterson (b)	Director
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Alliant Energy Hydro Pty. Ltd.

Timothy Rourke (zz)	Officer, Director	John K. Peterson (b)	Direct
Simon D. Maher (zz)	Officer		

Grandelight Holding Ltd.

John K. Peterson (b)	Officer, Director	James E. Hoffman (b)	Direct
Joel J. Schmidt (b)	Officer	Thomas M. Walker (a)	Direct
Thomas L. Hanson (a)	Officer		

Peak Pacific Investment Co. Ltd.

Robert W. Anderson, Jr. (jj)	Officer, Director	John K. Peterson (b)	Direct
Michael R. Ashburn (mmm)	Officer	Joel J. Schmidt (b)	Direct
James E. Hoffman (b)	Director	Thomas M. Walker (a)	Direct

Ocean Peak Pte. Ltd.

Robert W. Anderson, Jr. (jj)	Director
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Zouping Peak Pte. Ltd.

Sunny Wong (jj)	Officer	Carol Anne Mei Ling Tan (jj)	Direct
Robert W. Anderson, Jr. (jj)	Director		

Zouping Peak CHP Co. Ltd.

Michael R. Ashburn (mmm)	Officer, Director	Geoff Dutton (mmm)	Direct
Loy Hui Lim (mmm)	Officer, Director	Jibing Han (mmm)	Direct
Meng Qin Cai (pp)	Officer	Gongqing Liu (ppp)	Direct
Liang Zhong Chang (pp)	Officer	Yong Wang (pp)	Direct
Pan Lin Hai (pp)	Officer	Dianrong Zhao (pp)	Direct
Zhang Bao Lin (pp)	Officer	Changshui Zhao (pp)	Direct
Lin Chen (mmm)	Director		

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Luannan Peak Pte. Ltd.

Robert W. Anderson (jj)	Director	Carol Anne Mei Ling Tan (jj)	Direct
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Pan-Western Energy Corporation LLC

Todd W. Carter (nn)	Director	Yang Sheng-Lil (nn)	Direct
Jie Li (nn)	Director	Xue Shu-xing (nn)	Direct
Darol Lindloff (nn)	Director		

Tangshan Peak Heat & Power Co., Ltd.

Michael R. Ashburn (mmm)	Director	Lim Hui Loy (mmm)	Direct
Geoff Dutton (mmm)	Director	Shengli Yang (nn)	Direct

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Shuxing Xue (nn)	Director		
Wuan Peak Pte. Ltd.			

Sunny Wong (jj)	Officer	Carol Anne Mei Ling Tan (jj)	Direct
Robert W. Anderson, Jr. (jj)	Director		
Peak Pacific (China) Investment Company Ltd.			

Michael R. Ashburn (mmm)	Officer, Director	Robert W. Anderson, Jr. (jj)	Direct
Shaw Tien (mmm)	Officer, Director		
Peak Xin Wen Pte. Ltd.			

Sunny Wong (jj)	Officer	Robert W. Anderson, Jr. (jj)	Direct
Ong Beng Hong (jj)	Officer	Carol Anne Mei Ling Tan (jj)	Direct
Tai An Hua Feng Peak Heat and Power Co. Ltd.			

Yuping Lu (mmm)	Officer, Director	Geoff Dutton (mmm)	Direct
Liu Guangqing (pp)	Officer	Jibing Han (mmm)	Direct
Sun Yao (pp)	Officer	Fuhua Pan (pp)	Direct
Zhang Zhaoxiao (pp)	Officer	Changsheng Sun (pp)	Direct
Michael R. Ashburn (mmm)	Director	Qiuli Yang (mmm)	Direct
Oingtian Lang (pp)	Director	Yuzhong Zhang (mmm)	Direct
Hebei Wuan Peak Heat and Power Co. Ltd.			

Robert W. Anderson, Jr. (jj)	Director	Lim Hui Loy (mmm)	Direct
Gengkui Wang (nn)	Director	Haikui Tian (nn)	Direct
Michael R. Ashburn (mmm)	Director	Qiuli Yang (mmm)	Direct
Lin Chen (mmm)	Director	Qigui Zhou (mm)	Direct
Geoff Dutton (mmm)	Director		
Shijiazhuang Chengfeng Cogeneration Co. Ltd.			

Rong Liu (mmm)	Officer, Director	Geoff Dutton (mmm)	Direct
Yuchang Jia (nn)	Officer, Director	Feng Liu (nn)	Direct
Tieyan Zhang (mmm)	Officer	Rong Liu (mmm)	Direct
Michael R. Ashburn (mmm)	Director	Lim Hui Loy (mmm)	Direct
Jinan Peak Pte. Ltd.			

Sunny Wong (jj)	Officer	Seok Hian Lee (jj)	Director
Robert W. Anderson, Jr. (jj)	Director		
Gongyi Peak Pte. Ltd.			

Sunny Wong (jj)	Officer	Carol Anne Mei Ling Tan (jj)	Direct
Robert W. Anderson, Jr. (jj)	Director		
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Henan Anfeng Electric Power Co. Ltd.			

Guozheng Huo (mm)	Officer, Director	Qianxian Hu (mm)	Director
Lim Hui Loy (mmm)	Officer, Director	Hui Jin (mmm)	Director
Robert W. Anderson, Jr. (jj)	Director	Zhiye Liu (mm)	Director
Michael R. Ashburn (mmm)	Director	Qiuli Yang (mmm)	Director
Geoff Dutton (mmm)	Director		

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Henan Yongfeng Electric Power Co. Ltd.

Guozheng Huo (mm)	Officer, Director	Qianxian Hu (mm)	Director
Lim Hui Loy (mmm)	Officer, Director	Hui Jin (mmm)	Director
Robert W. Anderson, Jr. (jj)	Director	Zhiye Liu (mm)	Director
Michael R. Ashburn (mmm)	Director	Qiuli Yang (mmm)	Director
Geoff Dutton (mmm)	Director		

Peak Pacific Investment Co. (Labuan) BHD

Robert W. Anderson, Jr. (jj) Director

T2 Education Pte Ltd.

Sunny Wong	Officer	Carol Anne Mei Ling Tan (jj)
Robert W. Anderson, Jr. (jj)	Director	

Alliant Energy de Mexico, S. de R.L. de C.V.

Thomas L. Aller (b)	Officer, Director	Charles Castine (b)
F.J. Buri (a)	Officer	Thomas L. Hanson (a)
Alejandro Sainz Orantes (ii)	Officer	John K. Peterson (b)
Jeffrey K. Rosencrants (b)	Officer	

Alliant Energy Operaciones de Mexico, S. de R.L. de C.V.

Thomas L. Aller (b)	Officer, Director	Charles Castine (b)
F.J. Buri (a)	Officer	Thomas L. Hanson (a)
Alejandro Sainz Orantes (ii)	Officer	John K. Peterson (b)
Jeffrey K. Rosencrants (b)	Officer	

Alliant Energy Servicios de Mexico, S. de R.L. de C.V.

Thomas L. Aller (b)	Officer, Director	Charles Castine (b)
F.J. Buri (a)	Officer	Thomas L. Hanson (a)
Alejandro Sainz Orantes (ii)	Officer	John K. Peterson (b)
Jeffrey K. Rosencrants (b)	Officer	

Alliant Energy de Mexico LLC

John K. Peterson (b) Officer

Alliant Energy Renewable Resources Ltd.

Joel J. Schmidt (b)	Officer	James E. Hoffman (b)	Director
Michael Ashford (rr)	Officer	John K. Peterson (b)	Director
Steven F. Price (a)	Officer	Graham B. Colis, R. (rr)	Director
Dawna Ferguson (rr)	Officer	C.F. Cooper, A. (rr)	Director
Edward M. Gleason (a)	Officer		

The following partnerships and LLCs do not have officers and directors as such:

EnviroGas LP
 IPL SPE LLC
 Alliant Energy SPE LLC
 American Transmission Company, LLC

OSADA I LP
 Village Lakeshares, LP
 ReGENco LLC
 Indiana Housing Equity Fund, LP

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WPL Transco LLC
WPL SPE LLC
Alliant Energy Nuclear, LLC
Alliant Energy TransCo LLC
Alliant Energy Tallmadge Power Co., LLC
Tallmadge Generation Co., LLC
AEG Operations, LLC
LNT Communications LLC
Bastian Bay Pipeline, LP
Alliant Energy Field Services, LLC
Oak Hill Pipeline LP
Alliant South Texas Pipeline, LP
Alliant Energy Desdemona, LP
NG Energy Trading, LLC
Alliant Energy Integrated Services-Energy Management LLC
Alliant Energy Integrated Services-Energy Solutions LLC
APS Cogenex LLC
Energy Capital and Services I, LP
Energy Capital and Services II, LP
Alliant Energy Synfuel LLC
Kaufman & Broad-Nexgen LLC
West Virginia Synfuel LP
Alpha Synfuel LLC
New River Synfuel LLC
VFH, LLLP
Prairie Ridge Business Park, L.C.

Apollo Tax Credit Fund XVII LP
Heartland Properties Equity Inv
The Heartland - NML Investment
Janesville Jeffris Flats Afford
641 West Main Street LP
Atlantic-Sundance Apartments, L
Wagon Wheel LP
Countryside of Clinton Associat
Meadow Wood Associates of Carro
Fort Madison IHA Senior Housing
Fort Madison IHA II Senior Hous
Maquoketa IHA Senior Housing LP
Knoxville IHA Senior Housing LP
MDI LP #47
Pickerel Park Associates LP
Keokuk Senior Housing LP
Carroll IHA Senior Housing LP
Blairs Ferry LP
3001 LLC
AGRA Cogenex Joint Venture
Decorah Woolen Mills, LP
Van Allen, LP
Scott Meadows Senior Housing LP
Alliant Energy Finance Holdings
Alliant Energy Finance Partners

*Address Codes:

(a) Madison, WI
(b) Cedar Rapids, IA
(c) Milwaukee, WI
(d) Stoughton, WI
(e) Marion, IA
(f) Greenville, SC
(g) Austin, TX
(h) Dubuque, IA
(i) North Lake Geneva, WI
(j) Albert Lea, MN
(k) Mason City, IA
(l) Washington, DC
(m) Des Moines, IA
(n) Kansas City, MO
(o) Columbus Junction, IA
(p) Richmond, VA
(q) Denver, CO
(r) Ann Arbor, MI
(s) Auckland, New Zealand
(t) Minneapolis, MN
(u) Tucson, AZ
(v) Deerfield, IL
(w) Dublin, OH
(x) Wausau, WI
(y) Newton, IA

(nn) Hebei Province, PRC
(oo) Nebei Province, PRC
(pp) Shandong Province, PRC
(qq) Brisbane, Queensland, Australia
(rr) Hamilton, Bermuda
(ss) Janesville, WI
(tt) Hudson, WI
(uu) Tauranga, New Zealand
(vv) Wellington, New Zealand
(ww) Covert, MI
(xx) Lowell, MA
(yy) Waukesha, WI
(zz) Victoria, Australia
(aaa) Anhui Province, PRC
(bbb) Cataguases, MG Brasil
(ccc) Paraiba, Brasil
(ddd) Rio de Janeiro, RJ-Brasil
(eee) Campina Grande, PB-Brasil
(fff) Aracaju/Sergipe, Brasil
(ggg) Canton, MA
(hhh) Great Falls, VA
(iii) Orlando, FL
(jjj) Charlotte, NC
(kkk) Woburn, MA
(lll) Chatsworth, CA
(mmm) Beijing, China

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(z) Decatur, IL

(nnn) Waupaca, WI

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(aa) Sao Paulo, SP Brazil

(ooo) Las Vegas, Nevada

(bb) Green Bay, WI

(ppp) Oak Brook, IL

(cc) Wisconsin Rapids, WI

(qqq) Berlin, Germany

(dd) Wayzata, MN

(rrr) Freehold, NJ

(ee) Minnetonka, MN

(sss) Arlington, VA

(ff) Chicago, IL

(ttt) Cos Cob, CT

(gg) Wanganui, New Zealand

(uuu) Cornelius, NC

(hh) Palmerston North, New Zealand

(vvv) Sandy, UT

(ii) Mexico City, D.F.

(www) Grosse Pointe Farms, MI

(jj) Singapore

(xxx) Lincoln, NE

(kk) Sacramento, CA

(yyy) Colorado Springs, CO

(ll) Zhejiang Province, PRC

(zzz) Brookfield, WI

(mm) Henan Province, PRC

**Positions are indicated by the following symbols:

 AB Advisory Board Member
 SB Board of Surveillance Member

Part II. Financial Connections as of December 31, 2002

Name of Officer or Director	Name and Location of Financial Institution	Position Held in Financial Institution
Jack B. Evans	Federal Reserve Bank of Chicago, Chicago, IL	Director
Katharine C. Lyall	M&I Corporation, Milwaukee, WI	Director

Part III. Compensation and Other Related Information

(a) Compensation of Directors and Executive Officers and (e) Participation in Bonus and Profit-Sharing Arrangements and Other Benefits

For information concerning compensation of directors and executive officers and participation in bonus and profit-sharing arrangements and other benefits, refer to the disclosures made in:

Alliant Energy's 2003 Proxy Statement, pages 9 through 22, which is incorporated herein by reference to Alliant Energy's 2003 Proxy Statement, File No. 1-9894.

WP&L's 2003 Proxy Statement, pages 8 through 19, which is incorporated herein by reference to WP&L's 2003 Proxy Statement, File No. 0-337.

(b) Directors' and Executive Officers' Interests in Securities of System Companies

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For information concerning directors' and executive officers' interests in securities of system companies, refer to the disclosures made in:

Alliant Energy's 2003 Proxy Statement, page 10.

WP&L's 2003 Proxy Statement, page 9.

- (c) Directors' and Executive Officers' Contracts and Transactions with System Companies

For information concerning directors' and executive officers' contracts and transactions with system companies, refer to the disclosures made in:

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Alliant Energy's 2003 Proxy Statement, pages 9 and 15.

WP&L's 2003 Proxy Statement, pages 8 and 13.

- (d) Directors' and Executive Officers' Indebtedness to System Companies

None.

- (f) Directors' and Executive Officers' Rights to Indemnity

The state laws under which each of Alliant Energy and its domestic direct and indirect subsidiaries is incorporated provide broadly for indemnification of directors and officers against claims and liabilities against them in their capacities as such. Refer to the disclosures made in the:

Bylaws of Alliant Energy, as amended, effective as of January 30, 2001 (incorporated by reference to Exhibit 3.2 to Alliant Energy's Form 10-K for the year 2000).

Bylaws of WP&L, as amended, effective as of January 30, 2001 (incorporated by reference to Exhibit 3.4 to WP&L's Form 10-K for the year 2000).

Bylaws of IP&L, as amended, effective as of January 30, 2001 (incorporated by reference to Exhibit 3.6 to IP&L's Form 10-K for the year 2000).

ITEM 7. CONTRIBUTIONS AND PUBLIC RELATIONS

- (1) None - Alliant Energy has established political action committees and has incurred, in accordance with the provision of the Federal Election Campaign Act and applicable state campaign laws, certain costs for the administration of such committees.

- (2)

Name of Company	Name of Recipient or Beneficiary	Purpose
IP&L	Priority One (Cedar Rapids Chamber of Commerce)	(A) O
	Greater Dubuque Development	(A) O
	Less than \$10,000 - 55 beneficiaries	(A) O
WP&L	Forward Wisconsin	(A) O

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	Less than \$10,000 - 8 beneficiaries	(A)	O
CRANDIC	Priority One (Cedar Rapids Chamber of Commerce)	(A)	O
	Less than \$10,000 - 1 beneficiaries	(A)	O

(A) Area Development

ITEM 8. SERVICE, SALES AND CONSTRUCTION CONTRACTS

Part I. Intercompany Sales and Service

Transaction	Serving Company	Receiving Company	Compensation	Date
Management services	PPIC	International	\$6,257,116	1/
Coal transportation	CRANDIC	IP&L	1,889,528	4/

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Transaction	Serving Company	Receiving Company	Compensation	Date
Environmental consulting	RMT	WP&L	1,082,174	7/
Coal handling	Barge	WP&L	528,084	11/
Integrated turbine and generator services	ReGENco LLC	IP&L	495,244	1/2
Coal handling	Williams	Cargill-Alliant LLC	385,742	4/1
Environmental consulting	RMT	IP&L	377,362	4/
Integrated turbine and generator services	ReGENco LLC	WP&L	339,995	1/2
Transloading	Transfer	CRANDIC	276,218	11/
Environmental consulting	RMT	Resources	199,054	3/
Environmental consulting	RMT	IEA	185,510	8/
Environmental consulting	RMT	Barge	32,810	3/
Software license	Henwood Energy Services, Inc.	WP&L	22,313	2/1
Environmental consulting	RMT	AEG Worldwide Inc.	16,586	4/2
Building lease	CRANDIC	Transfer	2,448	12/
Environmental consulting	RMT	CRANDIC	4,297	10/

Part II. Contracts to Purchase Services or Goods Between any System Company and any Affiliate

None.

Part III. Employment of any Person by any System Company for the Performance on a Continuing Basis of Management Services

None.

ITEM 9. EXEMPT WHOLESALE GENERATORS AND FOREIGN UTILITY COMPANIES

The following entities are FUCOs dissolved or sold during 2002:

Weifang Ocean Peak Heat and Power Co. Ltd.

Handan Chengfeng Heat and Power Co. Ltd.

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The following entities are FUCOs without activity in 2002:

Alliant Energy Operaciones de Mexico, S. de R.L. de C.V.
Alliant Energy Servicios de Mexico, S. de R.L. de C.V.

The following entities are active FUCOs as of December 31, 2002:

Alliant Energy Renewable Resources Ltd. (AERR)
Anhui New Energy Heat & Power Co. Ltd. (Bengbu)
Catleo Energia S.A. (Catleo)
Companhia de Eletricidade de Nova Friburgo S.A. (CENF)
Companhia Energetica da Borborema S.A. (CELB)
Companhia Forca e Luz Cataguazes-Leopoldina S.A. (Cataguazes)
Empresa Energetica de Sergipe S.A. (Energipe)
Hebei Wuan Peak Heat and Power Co. Ltd. (Wuan)
Henan Anfeng Electric Power Co. Ltd. (Anfeng)
Henan Yongfeng Electric Power Co. Ltd. (Yongfeng)
Infratil Ltd. (Infratil)
* Jiaxing JIES Heat & Power Co. Ltd. (JIES)
LDM Utility Co., S.A. de C.V. (LDM)
* Shijiazhuang Chengfeng Cogeneration Co. Ltd. (Shijiazhuang)

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Sociedade Anonima de Eletrificacao da Paraiba S.A. (Saelpa)
Southern Hydro Partnership (Southern Hydro)
** Tai An Hua Feng Peak Heat and Power Co. Ltd. (XinWen #2)
Tangshan Peak Heat & Power Co. Ltd. (Tangshan)
(f/k/a Tangshan Pan Western Heat & Power Co. Ltd. and Tanshan Panda
Heat & Power Co. Ltd.)
* Tongxiang TIES Power & Heat Co. Ltd. (TIES)
TrustPower Ltd. (TrustPower)
Usina Termelétrica de Juiz de Fora S.A. (Usina Termelétrica)
Zouping Peak CHP Co. Ltd. (Zouping)

* In existence at date of merger closing.
** Acquired in 2002.

At December 31, 2002, Alliant Energy did not hold an ownership interest in any companies operating an exempt wholesale generator (EWG). However, during 2002, Alliant Energy did enter into an agreement to purchase an EWG (309 megawatt (MW) natural gas operating facility) in Neenah, Wisconsin. At December 31, 2002, Resources had made payments and entered into commitments to purchase the generating facility equal to approximately \$60 million (excluding nonrecourse financing). During 2001, Alliant Energy also entered into an agreement to guarantee the debt security of an EWG (6 MW low Btu gas electric generating facility) in Cedar Rapids, Iowa. Both of these amounts have been included in the aggregate investment in EWGs and FUCOs identified in Part III.

Part I.

(a). Identify the company, its location and its business address. Describe the facilities used for the generation, transmission and distribution of electric energy for sale or for the distribution at retail of natural or manufactured gas. Identify each system company that holds an interest in the company and describe the interest held.

Name of Company	Location	Business Address	Description of Electric Generation, Transmission Distribution Facilities Gas Distribution Facilities
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AERR	(Refer to Business Address)	Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda	None
Bengbu	(Refer to Business Address)	220 Long March Road, Bengbu Bengbu City, 233010 Anhui Province, People's Republic of China	80 MW coal burning electricity generating facilities
Catleo	(Refer to Business Address)	Praca Rui Barbosa 80-22 andar/parte CEP 36770-901 Cataguases, MG-Brasil	10 MW at one generating facility
CENF	(Refer to Business Address)	Ave. Presidente Vargas, 463-4 andar/parte CEP 20071-003 Rio de Janeiro, RJ-Brasil	9 MW at three generating facilities 16 Km of transmission lines 1,295 Km of distribution lines
CELB	(Refer to Business Address)	Av. Elpidio de Almeida, 1111-Catole, CEP 58104-421 Campina Grande, PB-Brasil	3 Km of transmission lines 1 Km of distribution lines
Cataguazes	(Refer to Business Address)	Praca Rui Barbosa, 80 CEP 36770-901 Cataguases, MG-Brasil	45 MW at ten generating facilities 928 Km of transmission lines 18,619 Km of distribution lines
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Name of Company	Location	Business Address	Description of Electrical Generation, Transmission Distribution Facilities Gas Distribution Facilities
Energipe	(Refer to Business Address)	Rua Ministro Apolonio Sales, 81, Bairro Inacio Barbosa 49040-230, Aracaju/Sergipe, Brasil	937 Km of transmission lines 13,149 Km of distribution lines
Wuan	(Refer to Business Address)	No. 589, Nanhuan West Road, WuAn City, Hebei Province, People's Republic of China	24 MW coal burning electricity generating facilities
Anfeng	(Refer to Business Address)	Industrial Demonstration Zone, Gongyi City, Henan Province, People's Republic of China	50 MW coal burning electricity generating facilities
Yongfeng	(Refer to Business Address)	Industrial Demonstration Zone, Gongyi City, Henan Province, People's Republic of China	50 MW coal burning electricity generating facilities
Infratil	(Refer to Business Address)	P.O. Box 320 Wellington, New Zealand	None
JIES	(Refer to Business Address)	Yun He Qiao Tu, Wai Huan Road, Jiaxing City, Zhejiang Province, People's Republic of China	Three 12 MW coal burning electricity generating facilities
LDM	Puerto Penasco,	10611 North Hayden Road,	None

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	Sonora, Mexico	#D106, Scottsdale, AZ 85260	
Shijiazhuang	(Refer to Business Address)	North Beiguan, Zhengding County, Shijiazhuang City, Hebei Province, People's Republic of China	Two 12 MW coal burning generating facilities
Saelpa	(Refer to Business Address)	BR 230, Km 25, Cristo Redentor Joao Pessoa, Paraiba, Brasil CEP 58.071.680	1,637 Km of transmission lines and 33,164 Km of distribution lines
Southern Hydro	(Refer to Business Address)	Level 13, 500 Collins Street Melbourne VIC 3000 Australia	528 MW at ten hydro-stations.
Tangshan	(Refer to Business Address)	Benchengzhong Street Luannan County, Tangshan City	100 MW coal burning generating facilities
TIES	(Refer to Business Address)	B16-17 Tongxiang Economic & Development Zone, Tongxiang City, Zhejiang Province, People's Republic of China	Two 12 MW coal burning generating facilities

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Name of Company	Location	Business Address	Description of Electric Generation, Transmission Distribution Facilities Gas Distribution Facilities
TrustPower	(Refer to Business Address)	Private Bag 12023 Tauranga, New Zealand	33 hydro-electric generating facilities and one wind combined generating capacity of 1,000 MW.
Usina Termelétrica	(Refer to Business Address)	Praca Rui Barbosa, 80-2o. andar/parte, Cataguases, Minas Gerais, Brasil CEP 36770-901	Two unit simple-cycle generating units with 1,000 MW generating capability
XinWen #2	(Refer to Business Address)	Huafeng Town, Ningyang County, Taian Municipality, Shandong Province People's Republic of China	12 MW coal burning generating facilities
Zouping	(Refer to Business Address)	Handian Town, Zouping County, Binzhou Municipality, Shandong Province, People's Republic of China	Two 25 MW coal burning generating facilities

* At December 31, 2002, International had a loan receivable (including accrued interest income) from LDM of approximately \$55 million.

(b). State the type and amount of capital invested in the company by the registered holding company, directly or indirectly. Identify any debt or other financial obligation for which there is recourse, directly or indirectly, to the registered holding company or another system company, other than an EWG or FUCO. Identify separately any direct or indirect

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guarantee of a security of the EWG or FUCO by the registered holding company. Identify any transfers of assets from any system company (other than an EWG or FUCO) to an affiliate EWG or FUCO. State the market value at the time of the transfer, the book value and the sale price of the transferred asset.

Capital Invested			
Name of Company	Security	Amount (in thousands)	Debt, Guarantees Other Financial Obli (in thousands)
AERR	120 Common Shares	\$12	None
Bengbu	Registered Capital	12,800	None
Catleo	13,149,996 Common Shares	6,773	None
CENF	57,509,438 Common Shares	9,512	None
CELB	93,695 Common Shares; 18,828 Preferred Shares	46,448	None
Cataguazes	35,310,361,614 Common Shares; 39,580,055,856 Preferred B Shares	147,533	None
Energipe	42,179 Common Shares; 2,388 Preferred Shares	246,882	None
Wuan	Registered Capital	7,678	None

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Capital Invested			
Name of Company	Security	Amount (in thousands)	Debt, Guarantees Other Financial Obli (in thousands)
Anfeng	Registered Capital	6,748	None
Yongfeng	Registered Capital	6,748	None
Infratil	17,271,200 Ordinary Shares; 1,912,120 \$1.40 Warrants	12,862	None
JIES	Registered Capital	13,119	None
LDM	(*)	(*)	None
Shijiazhuang	Registered Capital	9,201	None
Saelpa	604,680,777 Common Shares; 996,851 Preferred Shares	181,457	None
Southern Hydro	Not applicable	103,418	None
Tangshan	Registered Capital	20,969	None
TIES	Registered Capital	7,230	None
TrustPower	37,410,223 Ordinary Shares	69,289	None
Usina Termelétrica	12,749,997 Common Shares	8,098	None
XinWen #2	Registered Capital	6,261	None
Zouping	Registered Capital	11,315	None

* At December 31, 2002, International had a loan receivable (including accrued interest income) from LDM of approximately \$55 million.

(c). State the ratio of debt to common equity of the company and earnings of the company as of the end of the reporting period.

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Name of Company	Ratio of Debt to Common Equity (*)	2002 Earnings/(Losses)
AERR	0%	(\$251,345)
Bengbu	33%	3,735,495
Catleo	34%	(5,893,519)
CENF	19%	2,320,786
CELB	214%	341,251
Cataguazes	218%	(25,308,770)
Energipe	42%	(7,536,658)
Wuan	0%	1,000,569
Anfeng	0%	939,262
Yongfeng	0%	1,712,415
Infratil	81%	10,557,392 (**)
JIES	0%	1,749,724
LDM	2,177%	0
Shijiazhuang	37%	2,550,723
Saelpa	35%	9,781,841
Southern Hydro	83%	16,136,896
Luannan Tangshan Peak	0%	(444,380)
TIES	0%	1,799,335
TrustPower	30%	602,398 (**)
Usina Termeletrica	674%	(12,705,712)
XinWen #2	0%	170,975
Zouping	0%	3,341,832

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* Intercompany debt has been excluded from the calculation of this ratio.

** Represents earnings for the 2002 fiscal year (twelve months ended March 31, 2002).

(d). Identify any service, sales or construction contract(s) between the company and a system company, and describe the services to be rendered or goods sold and the fees or revenues under such agreement(s).
None.

Part II. Submit as Exhibit H an organizational chart showing the relationship of each EWG and FUCO to other system companies. If the company is a subsidiary of the registered holding company, submit the financial data required in Exhibit I.

With regards to Exhibit H, FUCOs are noted as such in Item 1. System Companies and Investments Therein as of December 31, 2002.

Refer to Exhibit I for the required financial data.

Part III. State the registered holding company's aggregate investment in EWGs and FUCOs, respectively. Also state the ratio of aggregate investment to the aggregate capital investment of the registered holding company in its domestic public-utility subsidiary companies.

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	Aggregate Investment in EWGs and FUCOs (in thousands)	Aggregate Capital Investment in Domestic Public-Utility Subsidiaries (in thousands)	Ratio
EWG	\$ 64,272		
FUCO	501,540		

Total	\$565,812	\$1,633,649	35%

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ITEM 10. FINANCIAL STATEMENTS AND EXHIBITS

The following items listed below which are identified with an asterisk (*) have heretofore been filed with the Securities and Exchange Commission (SEC) and are incorporated herein by reference and made a part hereof. Exhibits not so identified are filed herewith unless otherwise stated.

Consolidating Financial Statements and Notes

Exhibits

Refer to Exhibit F for a listing of the Financial Statement exhibits.

Pursuant to Exhibit A, the combined Annual Report on Form 10-K for the year ended December 31, 2002, for Alliant Energy, IP&L and WP&L is incorporated herein by reference.

The following Exhibits are filed herewith or incorporated herein by reference. Documents indicated by an asterisk (*) are incorporated herein by reference.

Exhibit A

- A.1* Annual Report of Alliant Energy on Form 10-K for the year ended December 31, 2002 (incorporated by reference to File No. 1-9894)
- A.2 Annual Report to Shareowners for Alliant Energy for the year ended December 31, 2002 (Filed under cover of Form SE)
- A.3* Annual Report of IP&L on Form 10-K for the year ended December 31, 2002 (incorporated by reference to File No. 0-4117-1)
- A.4* Annual Report of WP&L on Form 10-K for the year ended December 31, 2002 (incorporated by reference to File No. 0-337)

Exhibit B

Items for Exhibit B for Alliant Energy, IP&L and WP&L are incorporated herein by reference to the combined Annual Report on 10-K for the year ended December 31, 2002.

- B.1* Articles of Incorporation of Corporate Services, dated December 8, 1997 (incorporated by reference to Exhibit B.13 to Alliant Energy's Form U5S for the year ended December 31, 1998)

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- B.2* Articles of Amendment to Articles of Incorporation of Corporate Services, effective as of January 29, 1999 (incorporated by reference to Exhibit B.14 to Alliant Energy's Form U5S for the year ended December 31, 1998)
- B.3* Bylaws of Corporate Services, effective as of January 28, 1999 (incorporated by reference to Exhibit B.15 to Alliant Energy's Form U5S for the year ended December 31, 1998)
- B.4* Articles of Incorporation of Resources, effective as of January 11, 1988 (incorporated by reference to Exhibit B.16 to Alliant Energy's Form U5S for the year ended December 31, 1998)
- B.5* Articles of Merger, Merging IES Diversified Inc. with and into Resources, effective as of April 21, 1998 (incorporated by reference to Exhibit B.17 to Alliant Energy's Form U5S for the year ended December 31, 1998)
- B.6* Articles of Amendment to Articles of Incorporation of Resources, effective as of April 23, 1998 (incorporated by reference to Exhibit B.18 to Alliant Energy's Form U5S for the year ended December 31, 1998)

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- B.7* Articles of Amendment to Articles of Incorporation of Resources, effective as of December 9, 1998 (incorporated by reference to Exhibit B.19 to Alliant Energy's Form U5S for the year ended December 31, 1998)
- B.8* Bylaws of Resources, as amended, effective as of January 30, 2001 (incorporated by reference to Exhibit B.11 to Alliant Energy's U5S for the year ended December 31, 2000)

Exhibit C

Items for Exhibit C for Alliant Energy, IP&L and WP&L are incorporated herein by reference to the combined Annual Report on 10-K for the year ended December 31, 2002.

Exhibit D

Tax Allocation Agreement

Exhibit E

None

Exhibit F

F.1 Report of Independent Public Accountants (as reported in Alliant Energy's Annual Report on Form 10-K for the year ended December 31, 2002)

The following exhibits are filed under cover of Form SE:

- F.2 Alliant Energy Consolidating Statement of Income for the year ended December 31, 2002
- F.3 Alliant Energy Consolidating Balance Sheet as of December 31, 2002
- F.4 Alliant Energy Consolidating Statement of Cash Flows for the year ended December 31, 2002

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F.5	Alliant Energy Consolidating Statement of Retained Earnings for the year ended December 31, 2002
F.6	Resources Consolidating Statement of Income for the year ended December 31, 2002
F.7	Resources Consolidating Balance Sheet as of December 31, 2002
F.8	Resources Consolidating Statement of Cash Flows for the year ended December 31, 2002
F.9	Resources Consolidating Statement of Retained Earnings for the year ended December 31, 2002
F.10	ISCO Consolidating Statement of Income for the year ended December 31, 2002
F.11	ISCO Consolidating Balance Sheet as of December 31, 2002
F.12	ISCO Consolidating Statement of Cash Flows for the year ended December 31, 2002
F.13	ISCO Consolidating Statement of Retained Earnings for the year ended December 31, 2002
F.14	International Consolidating Statement of Income for the year ended December 31, 2002
F.15	International Consolidating Balance Sheet as of December 31, 2002
F.16	International Consolidating Statement of Cash Flows for the year ended December 31, 2002
F.17	International Consolidating Statement of Retained Earnings for the year ended December 31, 2002
F.18	Investments Consolidating Statement of Income for the year ended December 31, 2002
F.19	Investments Consolidating Balance Sheet as of December 31, 2002
F.20	Investments Consolidating Statement of Cash Flows for the year ended December 31, 2002
F.21	Investments Consolidating Statement of Retained Earnings for the year ended December 31, 2002
F.22	Transportation Consolidating Statement of Income for the year ended December 31, 2002
F.23	Transportation Consolidating Balance Sheet as of December 31, 2002
F.24	Transportation Consolidating Statement of Cash Flows for the year ended December 31, 2002
F.25	Transportation Consolidating Statement of Retained Earnings for the year ended December 31, 2002

Exhibit G

Beginning with 2002 filings, Financial Data Schedules are no longer required due to changes to SEC rules.

Exhibit H

FUCOs are noted as such in Item 1. System Companies and Investments Therein as of December 31, 2002.

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Exhibit I

FUCO Financial Statements (Filed under cover of Form SE)

International is organized as a holding company for international investments of Alliant Energy. The assets of International are primarily debt and equity investments in their subsidiary companies. In 2002, International had \$11.9 million of operating expenses.

Documents incorporated by reference to filings made by Alliant Energy under the Securities Exchange Act of 1934, as amended, and the Public Utility Holding Company Act of 1935 are under File No. 1-9894. Documents incorporated by reference to filings made by IP&L under the Securities Exchange Act of 1934, as amended, are under File No. 0-4117-1. Documents incorporated by reference to filings made by WP&L under the Securities Exchange Act of 1934, as amended, are under File No. 0-337. Documents incorporated by reference to filings made by IPC under the Securities Exchange Act of 1934, as amended, are under File No. 1-3632.

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SIGNATURE

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The undersigned system company has duly caused this annual report to be signed on its behalf by the undersigned thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935. The signature of each undersigned company shall be deemed to relate only to matters having reference to such company or its subsidiaries.

ALLIANT ENERGY CORPORATION

By: /s/ John E. Kratchmer

John E. Kratchmer
Vice President-Controller and Chief Accounting Officer

Date: May 1, 2003

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EXHIBIT INDEX -----

Exhibits -----	Description -----
23	Consent of Independent Public Accountants
A.2	Annual Report to Shareowners for Alliant Energy for the year ended December 31, 2002
D	Tax Allocation Agreement
F.1	Report of Independent Public Accountants
F.2	Alliant Energy Consolidating Statement of Income for the year ended December 31, 2002
F.3	Alliant Energy Consolidating Balance Sheet as of December 31, 2002
F.4	Alliant Energy Consolidating Statement of Cash Flows for the year ended December 31, 2002
F.5	Alliant Energy Consolidating Statement of Retained Earnings for the year ended December 31, 2002
F.6	Resources Consolidating Statement of Income for the year ended December 31, 2002
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F.10	ISCO Consolidating Statement of Income for the year ended December 31, 2002
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F.23	Transportation Consolidating Balance Sheet as of December 31, 2002
F.24	Transportation Consolidating Statement of Cash Flows for the year ended December 31, 2002
F.25	Transportation Consolidating Statement of Retained Earnings for the year ended December 31, 2002
I	FUCO Financial Statements