

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 11-K
ANNUAL REPORT

[X] Annual report pursuant to Section 15(d) of the Securities Exchange Act
of 1934

For the fiscal year ended December 31, 1993

Commission File Number 1-9936

STOCK SAVINGS PLUS PLAN
FOR EMPLOYEES OF
SOUTHERN CALIFORNIA EDISON COMPANY
(Full Title of the Plan)

SCEcorp
(Name of Issuer)

2244 WALNUT GROVE AVENUE (P.O. Box 800), ROSEMEAD, CALIFORNIA 91770
(Address of principal executive office)

REPORT OF INDEPENDENT PUBLIC ACCOUNTANTS

To the Participants in the Stock Savings Plus Plan of Southern California
Edison Company and the Board of Directors of SCEcorp:

We have audited the accompanying statements of financial condition
of the Stock Savings Plus Plan of Southern California Edison Company (the
Plan) as of December 31, 1993, and 1992, and the related statements of
income and changes in plan equity and the allocation of income and changes
in plan equity for each of the three years in the period ended December
31, 1993. These financial statements are the responsibility of Southern
California Edison Company's management. Our responsibility is to express
an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted
auditing standards. Those standards require that we plan and perform the
audit to obtain reasonable assurance about whether the financial

including forfeitures of \$124	21,910	17,851	33	1,722	898	796	316	294	--
Participating employees	72,162	58,520	132	5,786	2,224	3,187	1,315	998	--
ESOP transfers	163,063	163,063	--	--	--	--	--	--	--
Total contributions	257,135	239,434	165	7,508	3,122	3,983	1,631	1,292	--
Total investment income, change in value of investments, and contributions	234,697	189,458	3,138	16,053	4,402	13,128	3,848	4,670	--
Deductions:									
Distributions to Participants or their beneficiaries	40,470	30,478	2,357	1,704	3,292	1,955	462	222	--
Employer contributions and dividends forfeited	124	85	7	16	11	3	1	1	--
Management fee	52	--	--	46	--	--	6	--	--
Loans to participants net of repayments and loan defaults of \$149	149	47,531	--	4,031	1,604	2,235	1,057	178	(56,487)
Total deductions	40,795	78,094	2,364	5,797	4,907	4,193	1,526	401	(56,487)
Interfund Conversions	--	(35,435)	(6,603)	3,745	6,639	(12,986)	(892)	45,532	--
Increase (decrease) in Plan equity for the year	193,902	75,929	(5,829)	14,001	6,134	(4,051)	1,430	49,801	56,487
Plan equity, at market value, beginning of year	1,047,903	807,327	45,966	78,517	35,325	62,936	17,832	--	--
Plan equity, at market value, end of year	\$1,241,805	\$883,256	\$40,137	\$92,518	\$41,459	\$58,885	\$19,262	\$49,801	\$56,487

The accompanying notes are an integral part of these financial statements.

STOCK SAVINGS PLUS PLAN
OF
SOUTHERN CALIFORNIA EDISON COMPANY

STATEMENT OF INCOME AND CHANGES IN PLAN EQUITY
FOR THE YEAR ENDED DECEMBER 31, 1992

	Total	SCEcorp Stock Fund	Guaranteed Income Fund-- 3 Yrs.	Common Stock Fund	Money Market Fund	Balanced Fund	Bond Fund
(In thousands)							
Investment Income:							
Cash dividends	\$ 55,333	\$ 49,725	\$ --	\$ 2,070	\$ --	\$ 2,663	\$ 875
Interest	4,778	135	3,523	27	1,083	--	10
Total investment income	60,111	49,860	3,523	2,097	1,083	2,663	885
Increase (decrease) in Value of Investments	(42,611)	(47,809)	--	3,604	--	1,672	(78)
Contributions:							
Employer contributions, including forfeitures of \$78	19,616	16,871	150	1,294	425	694	182
Participating employees	56,629	48,780	414	3,708	1,248	1,972	507
ESOP diversification	214	214	--	--	--	--	--
Total contributions	76,459	65,865	564	5,002	1,673	2,666	689
Total investment income, increase in value of investments and contributions	93,959	67,916	4,087	10,703	2,756	7,001	1,496
Deductions:							
Distributions to Participants or their beneficiaries	52,549	42,513	3,986	1,800	2,194	1,759	297
Employer contributions and dividends forfeited	78	63	1	11	--	3	--
Management fee	50	--	--	45	--	--	5
Total deductions	52,677	42,576	3,987	1,856	2,194	1,762	302

Interfund Conversions	--	(27,784)	(7,257)	10,739	3,448	13,362	7,492
Increase (decrease) in Plan equity for the year	41,282	(2,444)	(7,157)	19,586	4,010	18,601	8,686
Plan equity, at market value, beginning of year	1,006,621	809,771	53,123	58,931	31,315	44,335	9,146
Plan equity, at market value, end of year	\$1,047,903	\$807,327	\$45,966	\$78,517	\$35,325	\$62,936	\$17,832

The accompanying notes are an integral part of these financial statements.

STOCK SAVINGS PLUS PLAN
OF
SOUTHERN CALIFORNIA EDISON COMPANY

STATEMENT OF INCOME AND CHANGES IN PLAN EQUITY
FOR THE YEAR ENDED DECEMBER 31, 1991

	Total	SCEcorp Stock Fund	Guaranteed Income Fund-- 3 Yrs.	Common Stock Fund	Money Market Fund	Balanced Fund	Bond Fund
	-----	-----	-----	-----	-----	-----	-----
	(In thousands)						
Investment Income:							
Cash dividends	\$ 48,786	\$ 44,416	\$ --	\$ 1,603	\$ --	\$ 2,108	\$ 659
Interest	6,794	298	4,531	18	1,942	--	5
Total investment income	55,580	44,714	4,531	1,621	1,942	2,108	664
Increase in Value of Investments	167,317	149,298	--	11,373	--	6,096	550
Contributions:							
Employer contributions, including forfeitures of \$52	18,238	16,060	183	870	534	457	134
Participating employees	51,396	45,246	506	2,463	1,512	1,293	376
ESOP diversification	179	179	--	--	--	--	--
Total contributions	69,813	61,485	689	3,333	2,046	1,750	510
Total investment income, increase in value of investments and contributions	292,710	255,497	5,220	16,327	3,988	9,954	1,724
Deductions:							
Distributions to Participants or their beneficiaries	43,749	34,636	3,571	1,778	2,102	1,493	169
Employer contributions and dividends forfeited	52	39	3	5	--	4	1
Management fee	52	--	--	48	--	--	4
Total deductions	43,853	34,675	3,574	1,831	2,102	1,497	174
Interfund Conversions	--	(2,662)	(4,687)	3,132	3,361	(682)	1,538
Increase (decrease) in Plan equity for the year	248,857	218,160	(3,041)	17,628	5,247	7,775	3,088
Plan equity, at market value, beginning of year	757,764	591,611	56,164	41,303	26,068	36,560	6,058
Plan equity, at market value, end of year	\$1,006,621	\$809,771	\$53,123	\$58,931	\$31,315	\$44,335	\$ 9,146

The accompanying notes are an integral part of these financial statements.

STOCK SAVINGS PLUS PLAN
OF
SOUTHERN CALIFORNIA EDISON COMPANY

NOTES TO FINANCIAL STATEMENTS

Note 1. Investment Program

First Interstate Bank of California (Trustee) has invested all

contributions in accordance with the instructions of participating employees (Participants). The Participants are allowed to make direct investment of contributions to the Stock Savings Plus Plan (Plan) of Southern California Edison Company (Edison) into various investment funds. The Trustee has invested, and is expected to invest in the future, funds not immediately required in certain short-term investments.

Participants with an accumulated balance in the Plan have the option each month to allocate their account balances among various investment programs in addition to the common stock of SCEcorp (SCEcorp Stock Fund). Share figures reflect the two-for-one split of SCEcorp common stock effective June 1, 1993. The investment options available to participants was changed effective July 1, 1993. The investment programs available as of December 31, 1993, comprise:

- (a) Guaranteed Income Fund -- 3 years -- (Discontinued with respect to new contributions effective April 1, 1993.) The value of each insurance contract as of December 31, 1993, is as follows (in thousands):

Term -----	Insurance Company -----	Interest Rate -----	Contract Value -----
April 1, 1991, to March 31, 1994	Protective Life Insurance Company	8.02%	\$ 3,670
July 1, 1991, to June 30, 1994	Protective Life Insurance Company	8.00	3,863
October 1, 1990, to September 30, 1994	Provident Life Assurance Company	6.46	1,939
January 1, 1992, to December 31, 1994	Hartford Life Insurance Company	5.34	2,543
April 1, 1992, to March 31, 1995	Provident Life and Accident Insurance Company	6.45	2,256

STOCK SAVINGS PLUS PLAN
OF
SOUTHERN CALIFORNIA EDISON COMPANY

NOTES TO FINANCIAL STATEMENTS (Continued)

Note 1. Investment Program (Continued)

- (a) Guaranteed Income Fund (continued)

Term -----	Insurance Company -----	Interest Rate -----	Contract Value -----
July 1, 1992, to June 30, 1995	Provident Life and Accident Insurance Company	5.71%	\$ 3,745
October 1, 1992, to September 30, 1995	Transamerica Occidental Life Insurance Company	4.36	2,282
January 1, 1993, to December 31, 1995	Protective Life Insurance Company	5.63	1,607
April 1, 1993, to March 31, 1996	Hartford Life Insurance Company	4.60	2,299
Total			\$ 24,204 =====

- (b) Common Stock Fund -- Collective investment in the Wells Fargo Bank Equity Index Fund consisting of 8,760,903 units at a unit value of 10.563 as of December 31, 1993.

- (c) Money Market Fund -- Collective investment in the First Interstate Bank Short-Term Income Fund consisting of 4,048,467 units at a unit value of 10.241 as of December 31, 1993.

- (d) Balanced Fund -- Collective investment in the Vanguard Group Wellington Fund discontinued effective July 1, 1993, and replaced with a collective investment in Frank Russell Trust Company Funds consisting of 5,358,009 units at a unit value of 10.990 as of December 31, 1993.
- (e) Bond Fund -- Collective investment in the Wells Fargo Bond Index Fund discontinued effective July 1, 1993, and replaced with a collective investment in the Frank Russell Trust Company Short-Term Bond Fund consisting of 1,830,584 units at a unit value of 10.525 as of December 31, 1993.
- (f) Global Fund -- Collective investment in Frank Russell Trust Company Equity-Based Funds (effective July 1, 1993) consisting of 4,518,317 units at a unit value of 11.022 as of December 31, 1993.

The number of Participants in each fund was as follows:

STOCK SAVINGS PLUS PLAN
OF
SOUTHERN CALIFORNIA EDISON COMPANY
NOTES TO FINANCIAL STATEMENTS (Continued)

Note 1. Investment Program (Continued)

	December 31,		
	1993	1992	1991
SCEcorp Stock Fund	16,975	16,333	16,185
Guaranteed Income Fund -- 3 years	1,492	2,145	2,288
Common Stock Fund	4,501	4,279	3,491
Money Market Fund	2,832	1,412	1,452
Balanced Fund	2,257	3,297	2,609
Bond Fund	1,071	1,658	861
Global Fund	2,220	--	--

The conversion of the Participants' investment from the SCEcorp Stock Fund to all other funds is valued at the month-end closing price. The conversion of Participants' investment from all other funds to the SCEcorp Stock Fund, or to any other fund is based on the actual market value balance (including earnings and market adjustments) in each Participant's account, as of the date of conversion.

As of January 1, 1994, Plan Participants elected to reallocate their investment fund balances as indicated in the table below. In order to reflect year-end market values for the January 1, 1994, conversion, the Trustee converted securities necessary to reflect "Post-Allocation" investment distributions prior to December 31, 1993. The Post-Allocation amounts are not allocated to Plan Participants until January 1, 1994.

	January 1, 1994	
	Pre- Allocation	Post- Allocation
	(In thousands)	
Fund Balances, at market value:		
SCEcorp Stock Fund	\$ 879,930	\$ 868,116
Guaranteed Income Fund	40,137	24,140
Common Stock Fund	92,545	97,384
Money Market Fund	41,348	51,829
Balanced Fund	58,885	62,802
Bond Fund	19,265	20,192

Global Fund	49,801	57,448
	-----	-----
	\$1,181,911	\$1,181,911
	-----	-----

As of June 1, 1993, a loan option was offered to Participants. As of December 31, 1993, 4,869 Participants had loans outstanding. Funds for the loan are withdrawn from the Participant's vested balance and repaid through payroll deduction. The interest rate charged is prime plus 1%. As of December 31, 1993 the interest rate is 7%.

STOCK SAVINGS PLUS PLAN
OF
SOUTHERN CALIFORNIA EDISON COMPANY

NOTES TO FINANCIAL STATEMENTS (Continued)

Note 2. Unrealized Market Appreciation (Depreciation)

Unrealized market appreciation or depreciation of units in the SCEcorp Stock Fund, Common Stock Fund, Balanced Fund, Global Fund and Bond Fund held by the Plan is the difference between the acquisition cost and the market value of such investments. Unrealized market appreciation at the beginning of each year is reconciled to the unrealized market appreciation at the end of each year, by fund, as follows:

	Unrealized Market Appreciation, Beginning of Year	Increase (Decrease) in Value of Investments	Transfer from ESOP	Realized (Gain)/Loss		Unrealized Market Appreciation, End of Year
				Withdrawals and Forfeitures	Interfund Conversions	
(In thousands)						
Year ended December 31, 1993:						
SCEcorp Stock Fund	\$197,033	\$(104,794)	\$74,781	\$ (7,707)	\$(36,187)	\$123,126
Common Stock Fund	21,469	7,141	--	(35)	(5,086)	23,489
Balanced Fund	10,356	7,581	--	(75)	(14,884)	2,978
Bond Fund	481	1,324	--	(12)	(1,355)	438
Global Fund	--	3,335	--	1	--	3,336
	-----	-----	-----	-----	-----	-----
Total	\$229,339	\$(85,413)	\$74,781	\$ (7,828)	\$(57,512)	\$153,367
	=====	=====	=====	=====	=====	=====
Year ended December 31, 1992:						
SCEcorp Stock Fund	\$270,988	\$(47,809)	\$ --	\$(14,743)	\$(11,403)	\$197,033
Common Stock Fund	18,211	3,604	--	(346)	--	21,469
Balanced Fund	9,195	1,672	--	(511)	--	10,356
Bond Fund	592	(78)	--	(33)	--	481
	-----	-----	-----	-----	-----	-----
Total	\$298,986	\$(42,611)	\$ --	\$(15,633)	\$(11,403)	\$229,339
	=====	=====	=====	=====	=====	=====
Year ended December 31, 1991:						
SCEcorp Stock Fund	\$137,174	\$149,298	\$ --	\$(12,287)	\$(3,197)	\$270,988
Common Stock Fund	7,574	11,373	--	(736)	--	18,211
Balanced Fund	3,629	6,096	--	(530)	--	9,195
Bond Fund	46	550	--	(4)	--	592
	-----	-----	-----	-----	-----	-----
Total	\$148,423	\$167,317	\$ --	\$(13,557)	\$(3,197)	\$298,986
	=====	=====	=====	=====	=====	=====

STOCK SAVINGS PLUS PLAN
OF
SOUTHERN CALIFORNIA EDISON COMPANY

NOTES TO FINANCIAL STATEMENTS (Continued)

Note 3. Distributions and Forfeitures

The balances in the accounts of Participants withdrawing from the Plan during 1993, 1992 and 1991, and amounts disbursed to such Participants in

settlement thereof, were as follows:

	Balances in Participants' Accounts	Cash and Securities Disbursed in Settlement of Withdrawals	Non-Vested Portion of Balances Forfeited
	(In thousands)		
Year Ended December 31, 1993			
At average cost:			
SCEcorp stock fund.	\$22,856	\$22,777	\$ 79
All other funds	9,910	9,871	39
Total at cost.	\$32,766	\$32,648	\$118
At market value:			
SCEcorp stock fund.	\$30,563	\$30,478	\$ 85
All other funds	10,031	9,992	39
Total at market value.	\$40,594	\$40,470	\$124
Year Ended December 31, 1992			
At average cost:			
SCEcorp stock fund.	\$27,833	\$27,775	\$ 58
All other funds	9,161	9,146	15
Total at cost.	\$36,994	\$36,921	\$ 73
At market value:			
SCEcorp stock fund.	\$42,576	\$42,513	\$ 63
All other funds	10,051	10,036	15
Total at market value.	\$52,627	\$52,549	\$ 78
Year Ended December 31, 1991			
At average cost:			
SCEcorp stock fund.	\$22,387	\$22,351	\$ 36
All other funds	7,856	7,843	13
Total at cost.	\$30,243	\$30,194	\$ 49
At market value:			
SCEcorp stock fund.	\$34,675	\$34,636	\$ 39
All other funds	9,126	9,113	13
Total at market value.	\$43,801	\$43,749	\$ 52

STOCK SAVINGS PLUS PLAN
OF
SOUTHERN CALIFORNIA EDISON COMPANY

NOTES TO FINANCIAL STATEMENTS (Continued)

Note 3. Distributions and Forfeitures (Continued)

"All other funds" include: (a) the Guaranteed Income Fund -- 3 years, (b) the Common Stock Fund, (c) the Money Market Fund, (d) the Balanced Fund (e) the Bond Fund and (f) the Global Fund. The detail of the distributions by fund is reflected, at market, in the accompanying Statements of Income and Changes in Plan Equity for the years ended December 31, 1993, 1992 and 1991.

The cost of funds reflects the increase due to diversification. Each time funds are diversified, the market value of the funds invested becomes the new cost. Thus, the cost basis is adjusted to the market value of the previous fund prior to transfer.

Cash contributions by Edison are reduced by the difference between the balances of the Participants' accounts (so calculated) and the amounts disbursed in settlement thereof (so calculated). For purposes of the Plan, this difference is deemed to be the funds forfeited by withdrawing Participants.

Participant withdrawals, which are settled in cash, are funded through sales of investments being distributed. Therefore, the market values reflected in the preceding table represent the proceeds received by the Plan upon disposition.

Note 4. Plan Equity

In 1993, distributions and withdrawals made by Participants as of December 31, 1993, but not yet paid by the Plan are classified as a component of plan equity instead of liabilities. Accordingly, prior-year balances were reclassified to conform to the December 31, 1993, presentation. Included in plan equity as of December 31, 1993, and 1992 are distributions and withdrawals which withdrawing Participants had elected to receive as follows:

	December 31,	
	----- 1993	----- 1992
	----- (In thousands)	
SCEcorp Stock Fund:		
SCEcorp common stock, at market value (67,649		
and 239,030 shares at respective dates)	\$1,353	\$ 5,259
Cash	1,518	4,978
All other funds	657	3,850
	-----	-----
Total	\$3,528	\$14,087
	=====	=====

STOCK SAVINGS PLUS PLAN
OF
SOUTHERN CALIFORNIA EDISON COMPANY

NOTES TO FINANCIAL STATEMENTS (Continued)

Note 4. Plan Equity (continued)

At December 31, 1993, there were 43,338,557 shares held by the SCEcorp Stock Fund with a market value of \$20.00 per share. The average unrealized market appreciation per share of a particular Participant can be determined as the difference between the average cost of all shares purchased for the Participant's account and the quoted market price of \$20.00 per share at December 31, 1993. The balances in each Participant's account in all other funds are measured in dollars and reflect interfund conversions, earnings and market appreciation or depreciation.

Note 5. Tax Status Of The Plan And Trust

The Plan, as amended effective October 1, 1986, qualifies under Section 401(a) of the Internal Revenue Code (Code), is exempt from taxation under Section 501(a) of the Code and meets the requirements applicable to cash or deferred compensation arrangements under Section 401(k) of the Code. Distributions from qualified plans are taxable to the recipients under the provisions of Section 402 of the Code. It is Edison's opinion that amendments to the Plan made subsequent to October 1, 1986, will not affect the tax status of the Plan.

Note 6. Amendment to the Plan

The Company has elected to amend the Plan to accept the systematic transfer of amounts from the Employee Stock Ownership Plan (ESOP) that have been held for 84 months or more. Two transfers, comprising approximately 50% of the ESOP balance were made in 1993. The remaining balance in the plan will be transferred in 1994.

The Plan was amended in 1993 to provide a participant loans feature, to provide for monthly processing of plan transactions instead of quarterly, to change the investment funds as described in Note 1, and to make certain

other administrative changes.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

SOUTHERN CALIFORNIA EDISON COMPANY
STOCK SAVINGS PLUS PLAN

By _____ Georgia R. Nelson

Georgia R. Nelson
Chair
Employee Benefits/Health Care Committee

March 28, 1994

EXHIBIT INDEX

Exhibit Number	Description
1	Summary Annual Report of Stock Savings Plus Plan of Southern California Edison Company for the year ended December 31, 1992.
2	Consent of Independent Public Accountants.

EXHIBIT 1

1992 SUMMARY ANNUAL REPORT FOR
STOCK SAVINGS PLUS PLAN (SSPP)

This is a summary of the annual report for the Southern California Edison Company Stock Savings Plus Plan, EIN 95-1240335-002, for January 1, 1992, through December 31, 1992. The annual report has been filed with the Internal Revenue Service, as required under the Employee Retirement Income Security Act of 1974 (ERISA).

Basic Financial Statement

Benefits under the plan are provided by a trust and insurance. Plan expenses were \$66,763,640. These expenses included \$66,713,491 in benefits paid to participants and beneficiaries, and \$50,149 in other expenses. A total of 16,921 persons were participants in or beneficiaries of the plan at the end of the plan year, although not all of these persons had yet earned the right to receive benefits.

The value of plan assets, after subtracting liabilities of the plan, was \$1,033,816,713 as of December 31, 1992, compared to \$1,006,621,371 as of January 1, 1992. During the plan year, the plan experienced an increase in its net assets of \$27,195,342. This increase includes unrealized appreciation in the value of the plan's assets at the end of the year and the price the plan originally paid for these assets. The plan had a total income of \$93,745,461 including employer contributions of \$19,615,568, employee contributions of \$56,629,814, gains of \$8,218,027 from the sale of assets and earnings from investments of \$9,282,052.

Minimum Funding Standards

Enough money was contributed to the plan to keep it funded in accordance with the minimum standards of ERISA.

Your Rights to Additional Information

You have the right to receive a copy of the full annual report, or any part thereof, on request. The items listed below are included in that report:

1. An accountant's report
2. Assets held for investment; and
3. Transactions in excess of three percent of plan assets.

To obtain a copy of the full annual report, or any part thereof, write or all the office of the Secretary of the Employee Benefits/Health Care Committee (The Committee is the Plan Administrator), 8631 Rush Street, Rosemead, California 91770, (818) 302-5209. The charge to cover copying costs will be \$2.25 for the full report, or \$0.10 per page for any part thereof.

1992 SUMMARY ANNUAL REPORT FOR
STOCK SAVINGS PLUS PLAN (SSPP)

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You also have the right to receive from the Plan Administrator, on request and at no charge, a statement of the assets and liabilities of the plan and accompanying notes or both. If you request a copy of the full annual report from the Plan Administrator, these statements and accompanying notes will be included as part of that report. The charge to cover copying costs given above does not include a charge for the copying of these portions of the report because these portions are furnished without

charge.

You also have the legally protected right to examine the annual report at the main office of the plan, 8631 Rush Street, Rosemead, California 19770, and at the U. S. Department of Labor in Washington, D.C., or to obtain a copy from the U. S. Department of Labor upon payment of copying costs. Requests to the Department should be addressed to: Public Disclosure Room, Pension and Welfare Benefit Administration, Department of Labor, 200 Constitution Avenue, N.W., Washington, D.C. 20210.

CONSENT OF INDEPENDENT PUBLIC ACCOUNTANTS

As independent public accountants, we hereby consent to the incorporation by reference of our report dated March 28, 1994 (the Report of Independent Public Accountants), appearing on page 2 in this report on Form 11-K for the Stock Savings Plus Plan of Southern California Edison Company into the previously filed Registration Statements of SCEcorp which follow:

Registration Form	File No.	Effective Date
Form S-8	33-32302	June 2, 1993
Form S-8	33-46713	June 2, 1993
Form S-8	33-46714	June 2, 1993
Form S-3	33-47389	June 2, 1993
Form S-8	33-51225	November 30, 1993
Form S-3	33-44148	September 17, 1993

ARTHUR ANDERSEN & CO.
ARTHUR ANDERSEN & CO.

Los Angeles, California
March 28, 1994