



August 27, 2001

Kenneth L. Lay
*Chairman and
Chief Executive Officer*

Enron Corp.
P.O. Box 1188
Houston, TX 77251-1188
713-853-6773
Fax 713-853-5313
kenneth.lay@enron.com

Elaine Overturf
Enron Corp.
1400 Smith Street
Houston, TX 77002

Re: Sale of **110,041** shares of Enron Corp. to Company for repayment of
\$4,000,000 LOC through August 24, 2001

Dear Elaine:

The **110,041** shares of Enron Corp. will be delivered via DTC from Chase Securities to the Enron Omnibus Account at Paine Webber. Please refer to the attached letters addressed to Mary Arnold.

Please call Sherrie Gibson at 713/630-0103 should you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Kenneth L. Lay", with a stylized flourish at the end.

CC: Pam Butler
Joanne Cortez
Sherrie Gibson

Endless possibilities.™

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