



Kenneth L. Lay
Chairman and
Chief Executive Officer

Enron Corp.
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October 24, 2001

VIA FACSIMILE 713-216-4660

John Carr
JP Morgan
600 Travis Street, 7th Floor
Houston, Texas 77002

RE: Account No. 4004-0045040803

Dear John:

This letter is your authority to transfer 76,995 shares of Enron Corp. stock (3,936 shares of Enron Corp. stock dated 07/26/95 and 73,059 shares of Enron Corp. stock date 04/22/94 from the JP Morgan Securities Account #ATM-416690 via DTC#0221 to the Enron Corp. Omnibus Acct. **HSE-0000-EN** at UBS PaineWebber as soon as possible.

HS 54630 EN

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

Sincerely,

cc: Elaine Overturf
Pam Butler
Joanne Cortez
Sherrie Gibson

Sherrie Gibson
cc: For
713 562-5280

EC38648B0050096

Endless possibilities.™

GOVERNMENT
EXHIBIT
4082
Crim. No. H-04-25 (S-2)