

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 1999

Commission file number 1-40

PACIFIC ENTERPRISES

(Exact name of registrant as specified in its charter)

California 94-0743670

(State or other jurisdiction of (I.R.S. Employer
incorporation or organization) Identification No.)

555 West Fifth Street, Los Angeles, California 90013-1011

(Address of principal executive offices)
(Zip Code)

(213) 244-1200

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes X No

Common stock outstanding: Wholly owned by Sempra Energy

PART I - FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

PACIFIC ENTERPRISES AND SUBSIDIARIES
STATEMENTS OF CONSOLIDATED INCOME (Unaudited)
(Dollars in millions)

	Three Months Ended September 30,	
	1999	1998
Revenues and Other Income:		
Operating revenues	\$561	\$531
Other	(6)	(10)
Total	555	521
Expenses:		
Cost of natural gas distributed	188	150
Operating expenses	177	185
Depreciation and amortization	65	65
Franchise payments and other taxes	20	21
Preferred dividends of subsidiaries	--	--
Total	450	421
Income Before Interest and Income Taxes	105	100
Interest	25	22

Income Before Income Taxes	80	78
Income Taxes	35	33
Net Income	45	45
Preferred Dividend Requirements	1	1
Earnings Applicable to Common Shares	\$ 44	\$ 44
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See notes to Consolidated Financial Statements.

PACIFIC ENTERPRISES AND SUBSIDIARIES
STATEMENTS OF CONSOLIDATED INCOME (Unaudited)
(Dollars in millions)

	Nine Months Ended September 30,	
	1999	1998
	-----	-----
Revenues and Other Income:		
Operating revenues	\$1,796	\$1,781
Other	(4)	3
Total	1,792	1,784
Expenses:		
Cost of natural gas distributed	685	608
Operating expenses	533	665
Depreciation and amortization	195	193
Franchise payments and other taxes	65	76
Preferred dividends of subsidiaries	1	1
Total	1,479	1,543
Income Before Interest and Income Taxes	313	241
Interest	70	57
Income Before Income Taxes	243	184
Income Taxes	110	87
Net Income	133	97
Preferred Dividend Requirements	3	3
Earnings Applicable to Common Shares	\$130	\$ 94
	=====	=====

See notes to Consolidated Financial Statements.

PACIFIC ENTERPRISES AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(Dollars in millions)

	Balance at	
	September 30, 1999	December 31, 1998
	-----	-----
	(Unaudited)	
	-----	-----
ASSETS		
Current Assets:		
Cash and cash equivalents	\$ 109	\$ 27
Accounts and notes receivable	285	462
Due from affiliates	165	119

Income taxes receivable	--	22
Deferred income taxes	192	130
Natural gas in storage	80	49
Materials and supplies	12	16
Prepaid expenses	20	19
	-----	-----
Total current assets	863	844
	-----	-----
Investments and other assets:		
Regulatory assets	340	351
Other receivables	129	130
Investments	4	209
Other assets	62	61
	-----	-----
Total investments and other assets	535	751
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Property, plant and equipment	6,165	6,152
Less accumulated depreciation and amortization	(3,301)	(3,149)
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Total property, plant and equipment - net	2,864	3,003
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Total	\$4,262	\$4,598
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See notes to Consolidated Financial Statements.

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THE SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION
EXTRACTED FROM THE STATEMENT OF CONSOLIDATED INCOME, BALANCE SHEET,
AND CASH FLOWS AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO
SUCH FINANCIAL STATEMENTS.

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PACIFIC ENTERPRISES

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203			
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130			
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