

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 June 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 incorporation or organization) (I.R.S. Employer 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 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 June 30,	
	1999	1998
Revenues and Other Income:		
Operating revenues	\$621	\$581
Other	(3)	4
Total	618	585
Expenses:		
Cost of natural gas distributed	241	168
Operating expenses	194	283
Depreciation and amortization	65	64
Franchise payments and other taxes	20	26
Preferred dividends of subsidiaries	1	--
Total	521	541
Income Before Interest and Income Taxes	97	44
Interest	22	16

Income Before Income Taxes	75	28
Income Taxes	35	16
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Net Income	40	12
Preferred Dividend Requirements	1	1
	----	----
Earnings Applicable to Common Shares	\$ 39	\$ 11
	=====	=====

See notes to Consolidated Financial Statements.

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

	Six Months Ended June 30,	
	1999	1998
	-----	-----
Revenues and Other Income:		
Operating revenues	\$1,235	\$1,250
Other	2	13
	----	----
Total	1,237	1,263
	----	----
Expenses:		
Cost of natural gas distributed	497	458
Operating expenses	356	480
Depreciation and amortization	130	128
Franchise payments and other taxes	45	55
Preferred dividends of subsidiaries	1	1
	----	----
Total	1,029	1,122
	----	----
Income Before Interest and Income Taxes	208	141
Interest	45	35
	----	----
Income Before Income Taxes	163	106
Income Taxes	75	54
	----	----
Net Income	88	52
Preferred Dividend Requirements	2	2
	----	----
Earnings Applicable to Common Shares	\$ 86	\$ 50
	=====	=====

See notes to Consolidated Financial Statements.

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

	Balance at	
	June 30, 1999	December 31, 1998
	-----	-----
	(Unaudited)	
	-----	-----
ASSETS		
Current Assets:		
Cash and cash equivalents	\$ 199	\$ 27
Accounts and notes receivable	254	462
Due from affiliates	50	119
Income taxes receivable	19	22
Deferred income taxes	165	130
Natural gas in storage	3	49

Materials and supplies	13	16
Prepaid expenses	23	19
	-----	-----
Total current assets	726	844
	-----	-----
Investments and other assets:		
Regulatory assets	343	351
Other receivables	128	130
Investments	2	209
Other assets	62	61
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Total investments and other assets	535	751
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Property, plant and equipment	6,141	6,152
Less accumulated depreciation and amortization	(3,241)	(3,149)
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Total property, plant and equipment - net	2,900	3,003
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Total	\$4,161	\$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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1,967			
4,161			
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133			
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86			
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