

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

Amendment No. 2
to
FORM U-1/A
JOINT APPLICATION OR DECLARATION
UNDER THE
PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

Pacific Enterprises
555 West Fifth Street, Suite 2900
Los Angeles, California 90013-1001

Enova Corporation
101 Ash Street
San Diego, California 92101

Sempra Energy
101 Ash Street
San Diego, California 92101

Frontier Pacific, Inc.
555 West Fifth Street, Suite 2900
Los Angeles, California 90013-1001

(Names of companies filing this statement and
addresses of principal executive offices)

None

(Name of top registered holding company parent)

Richard D. Farman
President and Chief Executive Officer
Pacific Enterprises
555 West Fifth Street, Suite 2900
Los Angeles, California 90013-1001

Stephen L. Baum
President and Chief Executive
Officer
Enova Corporation
101 Ash Street
San Diego, California 92101

(Names and addresses of agents for service)

The Commission is requested to send copies of all notices, orders and
communications in connection with this Application or Declaration to:

Donald C. Liddell, Esq.
David L. Huard, Esq.
Pacific Enterprises
633 West Fifth Street, Suite 5200
Los Angeles, California 90071

Richard M. Farmer, Esq.
Andrew F. MacDonald, Esq.
William C. Weeden
Thelen Reid & Priest LLP
40 West 57th Street
New York, New York 10019

The Applicants identified herein respectfully withdraw the
Application or Declaration filed in these proceedings on June 15, 1998,
as amended by Amendment No. 1, filed July 1, 1998.

SIGNATURE

Pursuant to the requirements of the Public Utility Holding Company Act
of 1935, as amended, the undersigned companies have duly caused this
statement filed herein to be signed on their behalf by the undersigned
thereunto duly authorized.

PACIFIC ENTERPRISES

By: /s/ Thomas C. Sanger

Name: Thomas C. Sanger
Title: Corporate Secretary

ENOVA CORPORATION

By: /s/ Thomas C. Sanger

Name: Thomas C. Sanger
Title: Corporate Secretary

SEMPRA ENERGY

By: /s/ Warren I. Mitchell

Name: Warren I. Mitchell
Title: Group President -
Regulated Business Units

FRONTIER PACIFIC, INC.

By: /s/ Eric B. Nelson

Name: Eric B. Nelson
Title: President

Date: July 27, 1998