SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. __)

PACIFIC ENTERPRISES

(Name of Issuer)

$4.75 Preferred Stock
(Title of Class of Securities)

694232-60-4
(CUSIP Number)

Check the following box if a fee is being paid with this statement [X]. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.)
(See Rule 13d-7.)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages(s))

SCHEDULE 13G

EDGAR FILINGS EDGARpro 2002. EDGAR Online, Inc.

CUSIP NO. 694232-60-4

1)	Name of Reporting Person S.S. or I.R.S Identification No. of Above Person	The Travelers Insurance Company 06-0566090
2)	Check the Appropriate Box if a Member of a Group (See Instructions)	(a) (b)
3)	SEC Use Only	
4)	Citizenship or Place of Organization	Connecticut

Number of Shares Beneficially Owned by Each Reporting Person with	(5)	Sole Voting Power	0
	(6)	Shared Voting Power	10,000
	(7)	Sole Dispositive Power	0
	(8)	Shared Dispositive Power	10,000

9)	Aggregate Amount Beneficially Owned by Each Reporting Person	10,000
10)	Check if the Aggregate Amount in Row 9 Excludes Certain Shares (See Instructions)	
11)	Percent of Class Represented by Amount in Row 9	5.0%
12)	Type of Reporting Person (See Instructions)	IC

EDGARpro 2002. EDGAR Online, Inc.

SCHEDULE 13G

EDGARpro 2002. EDGAR Online, Inc.

CUSIP NO. 694232-60-4

1)	Name of Reporting Person S.S. or I.R.S Identification No. of Above Person	The Travelers Insurance Group, Inc. 06-1008174
2)	Check the Appropriate Box if a Member of a Group (See Instructions)	(a) (b)
3)	SEC Use Only	
4)	Citizenship or Place of Organization	Connecticut

Number of Shares Beneficially Owned by Each Reporting Person with	(5)	Sole Voting Power	0
	(6)	Shared Voting Power	10,000
	(7)	Sole Dispositive Power	0
	(8)	Shared Dispositive Power	10,000

9)	Aggregate Amount Beneficially Owned by Each Reporting Person	10,000
10)	Check if the Aggregate Amount in Row 9 Excludes Certain Shares (See Instructions)	
11)	Percent of Class Represented by Amount in Row 9	5.0%
12)	Type of Reporting Person (See Instructions)	IC

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SCHEDULE 13G

EDGARpro 2002. EDGAR Online, Inc.

CUSIP NO. 694232-60-4

1)	Name of Reporting Person S.S. or I.R.S Identification No. of Above Person	Associated Madison Companies, Inc. 13-3140258
2)	Check the Appropriate Box if a Member of a Group (See Instructions)	(a) (b)
3)	SEC Use Only	
4)	Citizenship or Place of Organization	Delaware

Number of Shares Beneficially Owned by Each Reporting Person with	(5)	Sole Voting Power	0
	(6)	Shared Voting Power	10,000
	(7)	Sole Dispositive Power	0
	(8)	Shared Dispositive Power	10,000

9)	Aggregate Amount Beneficially Owned by Each Reporting Person	10,000
10)	Check if the Aggregate Amount in Row 9 Excludes Certain Shares (See Instructions)	
11)	Percent of Class Represented by Amount in Row 9	5.0%
12)	Type of Reporting Person (See Instructions)	IC

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SCHEDULE 13G

EDGARpro 2002. EDGAR Online, Inc.

CUSIP NO. 694232-60-4

1)	Name of Reporting Person	The Travelers Inc.
	S.S. or I.R.S Identification No. of Above Person	52-1568099
2)	Check the Appropriate Box if a Member of a Group (See Instructions)	(a) ____ (b) ____
3)	SEC Use Only	
4)	Citizenship or Place of Organization	Delaware

Number of Shares Beneficially Owned by Each Reporting Person with	(5)	Sole Voting Power	0
	(6)	Shared Voting Power	10,000
	(7)	Sole Dispositive Power	0
	(8)	Shared Dispositive Power	10,000

9)	Aggregate Amount Beneficially Owned by Each Reporting Person	10,000
10)	Check if the Aggregate Amount in Row 9 Excludes Certain Shares (See Instructions)	
11)	Percent of Class Represented by Amount in Row 9	5.0%
12)	Type of Reporting Person (See Instructions)	HC

EDGARpro 2002. EDGAR Online, Inc.

Item 1(a) Name of Issuer:

PACIFIC ENTERPRISES

Item 1(b) Address of Issuer's Principal Executive Offices:

633 West Fifth Street
Los Angeles, CA 90071

Item 2(a) Names of Persons Filing:

The Travelers Insurance Company ("Travelers")

The Travelers Insurance Group, Inc. ("Group")

Associated Madison Companies, Inc. ("AMAD")

The Travelers Inc. ("TRV")

Item 2(b) Address of Principal Business Office or, if none, Residence:

The address of the principal business office of each of Travelers and Group is:

One Tower Square
Hartford, Connecticut 06183

The address of the principal business office of each of AMAD and TRV is:

65 East 55th Street
New York, New York 10022

Item 2(c) Citizenship:

Travelers and Group are Connecticut corporations. AMAD and TRV are Delaware corporations.

Item 2(d) Title of Class of Securities:

$4.75 Preferred Stock
Item 2(e) CUSIP Number:

694232-60-4

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b),
check whether the person filing is a:

(a) [ ] Broker or Dealer registered under Sec. 15 of the Act

(b) [ ] Bank as defined in Sec. 3(a)(6) of the Act

(c) [x] Insurance Company as defined in Sec. 3(a)(19) of the Act

(d) [ ] Investment Company registered under Sec. 8 of the Investment Company Act

(e) [ ] Investment Adviser registered under Sec. 203 of the Investment Advisers Act of 1940

(f) [ ] Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Sec. 240.13d-1(b)(1)(ii)(F)

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(g) [x] Parent Holding Company, in accordance with Sec. 240.13d-1(b)(ii)(G) (Note: See Item 7)

(h) [ ] Group, in accordance with Sec. 240.13d-1(b)(1)(ii)(H)

Item 4. Ownership (as of December 31, 1994)

(a) Amount Beneficially Owned: See Item 9 of cover pages

(b) Percent of Class: See Item 11 of cover pages

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote

(ii) shared power to vote or to direct the vote

(iii) sole power to dispose or to direct the disposition of

(iv) shared power to dispose or to direct the disposition of

See Items 5-8 of cover pages

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [ ].

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

Group is the sole stockholder of Travelers; AMAD is the sole stockholder of Group; and TRV is the sole stockholder of AMAD.

Item 8. Identification and Classification of Members of the Group

Not Applicable.

Item 9. Notice of Dissolution of Group

Not Applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 13, 1995

THE TRAVELERS INSURANCE COMPANY

EDGARpro 2002. EDGAR Online, Inc.

By: /s/ Charles J. Gallo, Jr.

Name: Charles J. Gallo, Jr.
Title: Assistant Controller

THE TRAVELERS INSURANCE GROUP, INC.

By: /s/ Charles J. Gallo, Jr.

Name: Charles J. Gallo, Jr.
Title: Assistant Controller

ASSOCIATED MADISON COMPANIES, INC.

By: /s/ Charles J. Gallo, Jr.

Name: Charles J. Gallo, Jr.
Title: Vice President and Controller

THE TRAVELERS INC.

By: /s/ Charles J. Gallo, Jr.

Name: Charles J. Gallo, Jr.
Title: Assistant Controller

EXHIBIT INDEX TO SCHEDULE 13G

EXHIBIT 1

Agreement among Travelers, Group, AMAD and TRV as to joint filing of Schedule **13G**

EXHIBIT 1

EDGARpro 2002. EDGAR Online, Inc.

AGREEMENT AS TO JOINT FILING OF SCHEDULE 13G

Each of the undersigned hereby affirms that it is individually eligible to use Schedule 13G, and agrees that this Schedule 13G is filed on its behalf.

Date: February 13, 1995

THE TRAVELERS INSURANCE COMPANY

By: /s/ Charles J. Gallo, Jr.

Name: Charles J. Gallo, Jr.
Title: Assistant Controller

THE TRAVELERS INSURANCE GROUP, INC.

By: /s/ Charles J. Gallo, Jr.

Name: Charles J. Gallo, Jr.
Title: Assistant Controller

ASSOCIATED MADISON COMPANIES, INC.

By: /s/ Charles J. Gallo, Jr.

Name: Charles J. Gallo, Jr.
Title: Vice President and Controller

THE TRAVELERS INC.

By: /s/ Charles J. Gallo, Jr.

Name: Charles J. Gallo, Jr.
Title: Assistant Controller

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End of Filing

EDGARpro 2002. EDGAR Online, Inc.