



August 24, 2001

**Kenneth L. Lay**  
Chairman and  
Chief Executive Officer

**Enron Corp.**  
P.O. Box 1188  
Houston, TX 77251-1188  
713-853-6773  
Fax 713-853-5313  
kenneth.lay@enron.com

Elaine Overturf  
Enron Corp.  
1400 Smith Street  
Houston, TX 77002

Re: Sale of **108,254** shares of Enron Corp. to Company for repayment of  
\$4,000,000 LOC plus accrued interest through August 23, 2001

Dear Elaine:

Attached is stock certificate **HC153831** in the amount of **26,017** shares of  
Enron Corp. dated 3/09/98. The remaining **82,237** shares of Enron Corp.  
(**71,456** shares from First Union Securities and **10,781** shares from Chase  
Securities) will be delivered to the Enron Omnibus account at Paine Webber.  
Please refer to the attached letters addressed to Rocky Emery and Mary Arnold.

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

Sincerely,

CC: Pam Butler  
Joanne Cortez  
Sherrie Gibson

EC38648B0050164

Endless possibilities.™

Denise Ernst - EB1831A  
Shelley Pierson - EB1980  
Deana Taylor - EB1982  
w/ check

8/23/01  
108,254 @ 36.96

GOVERNMENT  
EXHIBIT  
2463

Crim. No. H-04-25 (S-2)