

Edgar Filing: NATIONAL FUEL GAS CO - Form 35-CERT

NATIONAL FUEL GAS CO
Form 35-CERT
November 16, 2001

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

In the Matter of

NATIONAL FUEL GAS COMPANY
NATIONAL FUEL GAS SUPPLY CORPORATION
NATIONAL FUEL RESOURCES, INC.
SENECA RESOURCES CORPORATION
UPSTATE ENERGY INC.

SIXTH
CERTIFICATE
PURSUANT TO
RULE 24

File No. 70-9525
(Public Utility Holding Company Act of 1935)

THIS IS TO CERTIFY, pursuant to Rule 24, that certain transactions proposed by National Fuel Gas Company ("National"), and its subsidiary, Seneca Resources Corporation ("Seneca"), in the Application-Declaration on Form U-1, as amended, ("Application-Declaration") in SEC File No. 70-9525, have been carried out in accordance with the terms and conditions, and for the purposes as represented by said Application-Declaration, and the Order of the Securities and Exchange Commission ("Commission") (HCAR No. 35-27114 dated December 16, 1999) with respect thereto, as amended.

I. Name and Purpose of Foreign Energy Affiliates Formed Or In Which

Interests Were Acquired:

During the quarter ended September 30, 2001 ("Quarter"), no new "Foreign Energy Affiliates" were acquired. National Fuel Exploration Corp. ("Exploration"), a wholly-owned subsidiary of Seneca Resources Corporation, owns all of National's interests in the Foreign Energy Affiliates, and its financial statements represent a consolidation of the financial statements of all the Foreign Energy Affiliates. NFEx Acquisition Corp. ("Acquisition") acquired on August 9, 2001 all of the remaining outstanding shares of the common stock of Player Petroleum Corporation ("Player") at a total price of C\$12,365,762.50. Acquisition now owns 100% of Player.

II. Foreign Energy Affiliate Financial Statements:

The following exhibits are attached to and made a part of this Certificate:

Exhibit A - Income Statement of Exploration for the quarter ended September 30, 2001

Exhibit B - Balance Sheet of Exploration as of September 30, 2001

III. Description of Specific Activities:

During the Quarter, Exploration and its subsidiaries continued to operate their oil and gas exploration and production business in Canada.

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IV. Percentage of Revenues Attributable to the Sale of Energy Commodities

in Canada:

During the Quarter, Exploration's Canadian oil sales represented approximately 40.21% of the total revenues generated by Seneca (on a consolidated basis, net of hedging) from the sale of oil.

During the Quarter, Exploration's Canadian natural gas sales represented approximately 6.36% of the total revenues generated by Seneca (on a consolidated basis, net of hedging) from the sale of natural gas.

IN WITNESS WHEREOF, the undersigned companies have caused this Certificate to be executed as of this 15th day of November, 2001.

NATIONAL FUEL GAS COMPANY

By: /s/ P. C. Ackerman

P. C. Ackerman,
President

SENECA RESOURCES CORPORATION

By: /s/ J. A. Beck

J. A. Beck,
President