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To Gil Jensen	From J. Eberle	
Co.	Co.	
Dept.	Phone #	
Fax # 569-0505	Fax # 569-4757	

JN

THOMAS R. FERRELL
MICHAEL W. CASLER
JOHN C. ORR
WILLIAM E. PATERSON
DAVID L. CUNNINGHAM
LOU CARPIAC
JOSEPH L. STROHMAN, JR.
ALLEN F. CAMP
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SANDRA M. ROBERTSON
CHRIS CAROL HAMER
ANNETTE M. LERCEL
WILLIAM B. SMITH
RAMON L. GUIZAR
BLAINE J. WANKE

(805) 659-6800
TELECOPIER: (805) 659-6818

March 3, 1992

92 MAR 11 11:19

County of Alameda
Department of Environmental Health
Hazardous Materials Division
80 Swan Way, Room 200
Oakland, CA 94621

Re: Service Stations Operated by Desert Petroleum, Inc.,
Situating at 277 No. "L" Street, Livermore 94550,
1310 Central Avenue, Alameda; 4035 Park Blvd., Oakland;
2008 First Street, Livermore; 2844 Mountain Blvd.,
Oakland

Gentlemen:

On February 11, 1992, Desert Petroleum, Inc. filed a petition under Chapter 11 of the Bankruptcy Code. The case (No. LA 92-14240RR) is pending in the United States Bankruptcy Court, Central District of California.

I am enclosing a copy of the "Notice of Filing of Bankruptcy Petition" which was prepared by Desert's Bankruptcy counsel, Mr. Robert Bass.

As with most chapter 11 cases, the company will operate as a "debtor in possession" and will concentrate its efforts initially in the direction of making new credit and supply arrangements, without which it cannot continue its operations. Most actions which involve the expenditure of funds will require coordination with lenders, creditors and authorization from the Bankruptcy Court. Operating in such a climate, the company loses much of its independence and autonomy and experiences limitations and restrictions in its ability to deal with the requests and demands from third parties, including creditors and regulatory agencies.

With respect to environmental directives involving its stations, the company will attempt to channel its immediate energies and limited resources, subject of course to Bankruptcy

March 3, 1992

Page 2

Court approvals, to those locations where on-going releases pose a threat to the environment or persons. This letter is intended to apprise you of this development and to ask for your indulgence, patience and cooperation as the company arranges its affairs, wends its way through the bankruptcy maze and prepares its plan of reorganization.

The company will continue its efforts to collect continuing payments from any insurers who may be obligated under pollution policies to pay for site investigation and clean up. However, the company which insured Desert Petroleum for pollution insurance is disputing coverage for the majority of Desert's sites which will unfortunately result in desert having to expend further funds to pursue the insurers in litigation. That expenditure too will require Bankruptcy Court approval.

If you have any questions concerning this, please do not hesitate to call the undersigned or Mr. John Rutherford, who continues to handle these matters for the debtor in possession.

Very truly yours,

FERGUSON, CASE, ORR, PATERSON
& CUNNINGHAM

By


Lou Carpiac

LC:dlr

cc: Desert Petroleum, Inc., Debtor in Possession

C:\LC01512

FERGUSON, CASE, ORR, PATERSON
& CUNNINGHAM

ATTORNEYS AT LAW

1050 SOUTH KIMBALL ROAD
VENTURA, CALIFORNIA 93004
(805) 659-6800
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March 3, 1992

92-14240RR-5 11/1/92

County of Alameda
Department of Environmental Health
Hazardous Materials Division
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Oakland, CA 94621

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By


Lou Carpiac

LC:dlr

cc: Desert Petroleum, Inc., Debtor in Possession

C:\LC01512

1 ROBERT D. BASS, ESQUIRE, State Bar No. 60528
 2 GREENBERG & BASS
 3 A Partnership Including Professional Corporations
 4 16530 Ventura Boulevard
 5 Sixth Floor
 6 Encino, California 91436
 7 (818) 986-5687/(213) 872-2655
 8 Attorneys for Debtor

9 UNITED STATES BANKRUPTCY COURT
 10 CENTRAL DISTRICT OF CALIFORNIA

11 In Re:)	CASE NO. LA 92-14240-RR
12 DESERT PETROLEUM, INC. dba)	CHAPTER 11
13 GASCO, adba UNOCAL, adba)	NOTICE OF FILING OF
14 ULTRAMAR, adba ARCO, adba BP,)	BANKRUPTCY PETITION
15 Debtor.)	(No Hearing Date Required)

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 17 TO ALL PARTIES IN INTEREST:

18 PLEASE TAKE NOTICE that the above-captioned Debtor filed
 19 a Voluntary Petition for Relief under Chapter 11 of the Bankruptcy
 20 Code on February 11, 1992. The case is designated as Case No.
 21 LA 92-14240-RR and is now pending in the United States Bankruptcy
 22 Court for the Central District of California.

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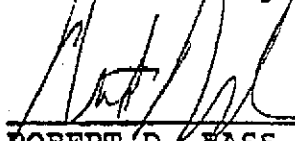
Exhibit A
 Page 1 of 2

GREENBERG & BASS
 A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS
 THE ATRIUM
 16530 VENTURA BOULEVARD, SIXTH FLOOR
 ENCINO, CALIFORNIA 91436-2006
 (818) 986-5687 (213) 872-2655
 FAX (818) 986-6534

Your attention is directed to 11 U.S.C. §362 which provides that the filing of a Petition operates as an automatic injunction against continued prosecution of the matters set forth therein.

Dated: February 12, 1992

GREENBERG & BASS
A Partnership Including
Professional Corporations

By: 
ROBERT D. BASS,
Attorneys for Debtor

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LAW OFFICES
GREENBERG & BASS
A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS
THE ATRIUM
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FAX (818) 986-6534

Exhibit A
Page 2 of 2

FORM B1
(8/90)

FORM 1. VOLUNTARY PETITION

United States Bankruptcy Court
CENTRAL District of CALIFORNIA

VOLUNTARY PETITION COPY

NAME (Name of debtor - individual, partnership, firm, union) DESERT PETROLEUM, INC.		NAME OF JOINT DEBTOR (Spouse, Partner, Firm, Union)	
ALL OTHER NAMES used by the debtor in the last 8 years (include aliases, maiden, and trade names) dba GASCO, adba UNOCAL, adba ULTRAMAR, adba ARCO, adba BP		ALL OTHER NAMES used by joint debtor in the last 8 years (include aliases, maiden, and trade names)	
999. SEC. TAX I.D. NO. (if more than one, state all) 95-2596253		999. SEC. TAX I.D. NO. (if more than one, state all)	
STREET ADDRESS OF DEBTOR (No. and street, city, state, and zip code) 2060 Knoll Drive Ventura, California 93035		STREET ADDRESS OF JOINT DEBTOR (No. and street, city, state, and zip code)	
COURTY OF RESIDENCE OR PRINCIPAL PLACE OF BUSINESS VENTURA		COURTY OF RESIDENCE OR PRINCIPAL PLACE OF BUSINESS	
MAILING ADDRESS OF DEBTOR (if different from street address) P.O. Box 1601 Oxnard, California 93032		MAILING ADDRESS OF JOINT DEBTOR (if different from street address)	
LOCATION OF PRINCIPAL ASSETS OF BUSINESS DEBTOR (if different from address listed above)		VENUE (Check one box only) <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's estate, general partner, or partnership pending in this District.	
INFORMATION REGARDING DEBTOR (check applicable boxes)			
TYPE OF DEBTOR <input type="checkbox"/> Individual <input type="checkbox"/> Joint (Husband and wife) <input type="checkbox"/> Partnership <input type="checkbox"/> Other		CORPORATION PUBLICLY HELD <input checked="" type="checkbox"/> Corporation Publicly Held <input type="checkbox"/> Corporation Not Publicly Held <input type="checkbox"/> Municipality	
NATURE OF DEBT <input type="checkbox"/> Non-Business/Consumer <input checked="" type="checkbox"/> Business - Complete 4 & 5 below		CHAPTER OR SECTION OF BANKRUPTCY CODE UNDER WHICH THE PETITION IS FILED (check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Sec. 304 - Case Arising In Foreign Proceedings	
A. TYPE OF BUSINESS (Check one) <input type="checkbox"/> Farming <input type="checkbox"/> Professional <input checked="" type="checkbox"/> Retail/Wholesale <input type="checkbox"/> Retail		FILING FEE (Check one box) <input checked="" type="checkbox"/> Filing fee attached <input type="checkbox"/> Filing fee to be paid in installments. (Applicable to individuals only.) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(n). See Official Form No. 3.	
B. BRIEFLY DESCRIBE NATURE OF BUSINESS Operation of gas stations		NAME AND ADDRESS OF LAW FIRM OR ATTORNEY (818) 986-5667 ROBERT D. BASS, ESQ., State Bar 60528 GREENBERG & BASS 16530 Ventura Blvd., Sixth Floor Encino, California 91436	
		NAME(S) OF ATTORNEY(S) DESIGNATED TO REPRESENT DEBTOR (Print or type names) ROBERT D. BASS	
		<input type="checkbox"/> Debtor is not represented by an attorney	

STATISTICAL/ADMINISTRATIVE INFORMATION (U.S.C. § 504)
(Creditors only) (CHECK APPLICABLE BOXES)

Debtor estimates that funds will be available for distribution to unsecured creditors.
 Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

ESTIMATED NUMBER OF CREDITORS					
1-10	10-49	50-99	100-199	200-999	1000-over
<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ESTIMATED ASSETS (in thousands of dollars)					
Under 50	50-99	100-499	500-999	1000-9999	10,000-99,000
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
ESTIMATED LIABILITIES (in the thousands of dollars)					
Under 50	50-99	100-499	500-999	1000-9999	10,000-99,000
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
EST. NO. OF EMPLOYEES - CH 11 & 12 ONLY					
0	1-19	20-99	100-999	1000-over	
<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
EST. NO. OF EQUITY SECURITY HOLDERS - CH 11 & 12 ONLY					
0	1-10	21-99	100-499	500-over	
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	

192-14240-RR
THIS SPACE FOR COURT USE ONLY

Debtor: DESERT PETROLEUM, INC.
JUDGE: Hon. R. Riblet - 464
TRUSTEE:
341A
CHAPTER: 11

*** FILED ***
02/11/92 10:35
CLERK, U.S. BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIF.
DEPUTY: OIS
RECEIPT NO: LA1-DS360

192-14240-RR

1 ROBERT D. BASS, ESQUIRE, State Bar No. 60528
 2 GREENBERG & BASS
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Exhibit A
 Page 1 of 2

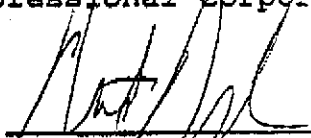
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Dated: February 12, 1992

GREENBERG & BASS
A Partnership Including
Professional Corporations

By: 
ROBERT D. BASS,
Attorneys for Debtor

LAW OFFICES
GREENBERG & BASS
A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS
THE ATRIUM
16530 VENTURA BOULEVARD, SIXTH FLOOR
ENCINO, CALIFORNIA 91436-2005
(818) 906-5687 (213) 872-2653
FAX (818) 906-8536

Exhibit A
Page 2 of 2

FORM B1 (3/90)

FORM 1. VOLUNTARY PETITION

United States Bankruptcy Court
CENTRAL District of CALIFORNIA

VOLUNTARY PETITION COPY

DEBTOR INFORMATION: Name of debtor (DESERT PETROLEUM, INC.), ALL OTHER NAMES used by the debtor, STREET ADDRESS OF DEBTOR (2060 Knoll Drive, Ventura, California 93035), MAILING ADDRESS OF DEBTOR (P.O. Box 1601, Oxnard, California 93032), LOCATION OF PRINCIPAL PLACE OF BUSINESS DEBTOR (VENTURA).

INFORMATION REGARDING DEBTOR (CHECK APPLICABLE BOXES): TYPE OF DEBTOR (Business - Complete & below), CHAPTER OR SECTION OF BANKRUPTCY CODE UNDER WHICH THE PETITION IS FILED (Chapter 11), FILING FEE (Filing fee attached), NAME AND ADDRESS OF LAW FIRM OR ATTORNEY (ROBERT D. BASS, ESQ., GREENBERG & BASS, 16530 Ventura Blvd., Sixth Floor, Encino, California 91436).

STATISTICAL/ADMINISTRATIVE INFORMATION (U.S.C. § 504) (Estimate only) (CHECK APPLICABLE BOXES): Debtor estimates that funds will be available for distribution to unsecured creditors, ESTIMATED NUMBER OF CREDITORS, ESTIMATED ASSETS, ESTIMATED LIABILITIES, EST. NO. OF EMPLOYEES, EST. NO. OF EQUITY SECURITY HOLDERS.

COURT USE ONLY: Debtor: DESERT PETROLEUM, INC., JUDGE: Hon. R. Riblet - 464, TRUSTEE: 361A1, CHAPTER: 11, FILED 02/11/92 10:35, CLERK, U.S. BANKRUPTCY COURT, CENTRAL DISTRICT OF CALIF., DEPUTY: DIS, RECEIPT NO: LA1-08360.