

Edgar Filing: TEXEN OIL & GAS INC - Form RW

TEXEN OIL & GAS INC  
Form RW  
January 20, 2005

TeXen Oil & Gas Inc.  
2401 Fountain Drive, Suite 1008  
Houston, Texas 77057

January 13, 2005

**BY EDGAR**

Securities and Exchange Commission  
Division of Corporate Finance  
450 Fifth Street, N.W.  
Washington, DC 20549

**Attention: Carrie Darling**

Dear Sirs/Mesdames:

Re: TeXen Oil & Gas Inc.  
File No. 333-107861  
Registration Statement on Form SB-2  
Filed April 6, 2004

TeXen Oil & Gas Inc. ( TeXen ) hereby requests, pursuant to Rule 477 of Regulation C of the Securities Act of 1933, as amended, the consent of the Securities and Exchange Commission to withdraw the registration statement on Form SB-2 filed by TeXen with the Securities and Exchange Commission on April 6, 2004 (the Registration Statement ). The Registration Statement is being withdrawn due to the substantial lapse of time since the Registration Statement 's last filing and a re-evaluation of registration requirements of the offered shares described in the Registration Statement.

There was no circulation of preliminary prospectuses in connection with the proposed transaction, the Registration Statement was not declared effective by the Securities and Exchange Commission, and, to the best of our knowledge, none of TeXen 's securities were sold pursuant to the Registration Statement.

TeXen requests that the Securities and Exchange Commission consent to this application on the grounds that the withdrawal of the Registration Statement is consistent with the public interest and the protection of investors, as contemplated by paragraph (a) of Rule 477.

If you have any questions or comments relating to this request for withdrawal, please contact William L. Macdonald, counsel for TeXen at (604) 643-3118.

Yours truly,

**TEXEN OIL & GAS INC.**

/s/ D. Elroy Fimrite

D. Elroy Fimrite  
President and CEO

TEXEN OIL & GAS INC.