December 9, 1936.

Mr. Frank Lynch, President, Standard Gas & Electric Company, 231 South La Salle Street Chicago, Illinois.

My dear idr. Lynch:

I am sorry that we could not have more time to discuss the sale of the San Diego Consolidated Gas & Electric Company property. I did have a very interesting visit with Mr. Morrison.

As he knows, I am definitely in the picture to this extent, that I have a bona fide customer for the purchase of the San Diego property and it will be all cash within a six months' period.

I am authorized to offer \$11,000,000, and it is possible that it can be raised to \$11,500,000 for the purchase of 99000 odd shares of common stock. This offer subject to approval of the court. I am sure the creditors will agree to this price. Under no condition do I want my name mentioned for reasons that I will explain personally at a later date, but I can bring you and the principals together at any time.

I feel a reasonable compensation should be \$100,000 from each side, or \$200,000. I would like your reaction in relation thereto. As you know, for over two years I have been working on this matter. Mr. O'Brien was fully aware of my activity and promised that I should have the first opportunity to sell when the time came. It goes without saying that my compensation of \$200,000 must first must the approval of all parties in interest and in advance.

and him together at any time that suits your convenience.

Enclosed find photostatic copy of his last letter to me on the subject which I know you will treat in confidence.

December 18, 1956.

Mr. Frank Lynch, President, Standard Gas & Electric Company 231 South La Salle Street Chicago, Illinois.

My dear Mr. Lynch:

In confidence I am sending you a copy of a letter just received from Mr. West. There are three parties who claim a commission in case anything is done and I have glways felt that a \$200,000 commission is only fair under all of the circumstances on a big deal like this, but I that it only fair to show you Mr. West's attitude.

I had no intention of claiming that I was an agent of either the Byllesby people or yourselves. I only mentioned it on account of what I felt was a moral obligation. Mr. O'Brien knew that I spent between \$1500 and \$2000 during his life in attempting to make the sale, and as a matter of fairness, man to man, if and when the property is sold I ask you to take this matter into consideration. I have spent over \$1,000 in cash in this matter in interesting Mr. West the last eight months to the point where he now is interested.

Please treat this letter as well as Mr. West's in confidence.

Wishing you the Compliments of the Season, I am

Sincerely yours,

EF M

P. S. I may be in Chicago the 28th of December. Will you be there and can I see you for a short conference? I am state senator representing San Diego County and the California legislature convenes the 4th of January. I may have other business that will bring me into Chicago between the 28th and 50th of December.

E.F.

December 9, 1936.

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46 14

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My dear Mr. Lynch:

Mr. Frank Lynch, President, Standard Gas & Alectric Company 251 South La Salle Street Chicago, Illinois.

December 18, 1956.

Jan 2

December 21, 1936

Mr. Frank Lynch
Byllesby Engineering & Management Corp.
231 So. La Salle Street
Chicago, Illinois

My dear Mr. Lynch:

Enclosed find clipping from the "Union"

which shows the way the wind is blowing.

With kind regards and wishing you the

Compliments of the Season,

Sincerely yours,

EF/jv

Enclosure

Standard Gas and Electric Company

Grant Wext-1/6

231 South La Salla Street

CHICAGO, ILL.

December 30, 1936.

Mr. Ed Fletcher, Ed Fletcher Company, 1020 Ninth Avenue, San Diego, California.

Dear Mr. Fletcher:

I thought perhaps you might be in Chicago around this time of the year as you planned but evidently something detained you, however, I want you to know your letter of December 18 was duly received but I did not answer it as I hoped to see you personally.

I am very glad to have you so frankly state your position with respect to the matter under discussion.

I look forward to the possibility of being in San Diego in February and if so hope it will be possible to see you.

By the way, the other night I happened to meet a Captain Edwin C. Ferguson of San Diego who mentioned your name, particularly about the wonderful ride you gave him.

With best of wishes for a Happy New Year,

I remain

Sincerely yours,

President

BERNARD W. LYNCH

1

231 South La Salle Street

CHICAGO, ILL.

January 4, 1937.

Mr. Ed Fletcher, Ed Fletcher Company, 1020 Ninth Avenue, San Diego, California.

My dear Mr. Fletcher:

Your letter of December 29th crossed mine to you of December 30th.

know that I am fully acquainted with your personal status. I am anxious to meet you personally and further explain some of the reasons for not having any discussions at this time. As mentioned to you in my letter of December 30th I hope it will be possible for us to meet soon.

With best of regards, I

remain

Sincerely yours,

President

BWL:R

January 11, 1937

Mr. B.W.Lynch, President Standard Gas & Electric Company 251 South LaSalle Street, Chicago, Illinois

My dear Mr. Lynch:

Mest is leaving for California on the 18th of January. I hope a conference between Mr. West, you and myself can be held early in February in San Diego. I can meet you there at almost anytime that suits your convenience.

While in San fiego I wish you would give me a little time to entertain you. We have wonderful fishing in the Gulf of California - if you like fishing. We can leave at 7:00 in the morning from San liego and be in San Felipe, 140 niles below Mexicali, that night at five o'clock, and have a full day's fishing with faqui Indians in the Gulf. I promise you a 100 pound Totuava, and you will see some of the wildest country in America; we go 87 miles without seeing a house, farm or water, then you will see oyster, lobster, clam beds, 20 miles of selt which is two miles in width and one to four feet think; see elephants and the greatest variety of fish.

days when you come. I would like to invite Mr. West and two or three of my Senatorial friends as well for the trip.

Think it over. It will be a pleasure to renew acquaintance.

with kind regards,

Sincerely yours,

AIR MAIL

PERSONAL

Tr. B.W.Lynch, President
Standard Gas & Electric Co.,
231 So. LaSalle Street
Chicago, Illinois

My dear Mr. Lynch:

In strictest confidence I am enclosing letters that I have received today.

Mr. Loucks is working through Mr. Javits - both of these gentlemen I personally know. Give me the low-down, please, so that I can wire Mr. West what to do. I am putting myself unreservedly in your hands, having complete faith that as and when the time comes I will be allowed to handle the proposition. I trust you implicitly to keep this matter confidential.

With kind personal regards,

Sincerely yours,

EF/jv

Enclosure

January 13, 1937

Mr. B.W.Lynch, President Standard Gas & Electric Co., 231 So. LaSalle Street Chicago, Illinois

My dear Mr. Lynch:

Enclosed find clipping from yesterday's paper on Franchises that maybe of interest. Also letter from Mr. West.

I hope you can make that fishing trip anytime during the first or second week in February, and that we can take Mr. West along.

With kind regards,

Sincerely yours,

EF/jv

Enclosure

45-12

January 15, 1937

AIR MAIL PERSONAL

Mr. B. W. Lynch, President Standard Gas & Electric Co., 251 So. LaSalle Street Chicago, Illinois

My dear Mr. Lynch:

Confidentially, I have just received the following message from Mr. J.K. Javits of Javits & Javits, New York:

"Mr. Cowan was here a few days ago and understands the situation. It would be pointless to hold a conference as the situation has not developed further. The fruit was wonderful - many thanks." (Signed) J.K.JAVITS

This for your information.

Senator Law of Imperial Valley sits next to me in the Senate and he voluntarily informed me today that the Federal Government has just appropriated \$2,700,000 and work is progressing in the construction of a Government power project in Imperial Valley. It will include the construction of four plants and will develop enough electricity to supply all of Imperial Valley and San Diego County. I am getting this confirmed by the Chief Engineer.

Revenue Twenty-two out of forty today introduced a Municipal Bond I. bill for public utilities, like water, gas and electricity, in the Senate, and it only takes a majority vote. The bill will pass both the Senate and the Assembly and only the Governor can stop it by a veto. I am not one of the twenty-two, but shall probably vote for the bill, although I shall support an amendment urging a two-thirds vote instead of a majority. This letter in confidence.

With kind regards

Sincerely yours,

1201-S

CLASS OF SERVICE

This is a full-rate Telegram or Cable-gram unless its deferred character is indicated by a suitable symbol above or preceding the address.

ESTERN

SYMBOLS DL = Day Letter NM - Night Message NL = Night Letter LC = Deferred Cable NLT = Cable Night Lette Ship Radiogram

R. B. WHITE The filing time shown in the date line on telegrams and day letters is STANDARD TIME at point of origin. Time of receipt is STANDARD TIME at point of destination Received at 341 Plaza, San Diego, Calif. Always Telephone Main 2151

CHAIRMAN OF THE BOARD

1937 FEB 4 PM 11 21

Copy West -2/5

FA547 37 NL=BI NEWYORK NY 4

ED FLETCHER=

1020 NINTH AVE SANDIEGO CALIF=

YOUR LETTER OF FIRST FORWARDED ME HERE IN NEWYORK WHERE I MUST STOP UNTIL MIDDLE OF MONTH LOOKS LIKE ABOUT THE FIRST OF MARCH FOR WESTERN COAST SORRY CANNOT MAKE TRIP WITH YOU THANKS SO MUCH REGARDS=

B W LYNCH .:



THERE IS NO DEPENDABLE SUBSTITUTE FOR WESTERN UNION TIME

February 5, 1937

Mr. B.W.Lynch, President Standard Gas & Flectric Co., Chicago, Illinois

My dear Mr. Lynch:

Was mighty sorry to receive your telegram. We are starting the morning of the loth for the Gulf with a party that I know you would enjoy going with. Sometime it will be a pleasure to make that trip with you, it is well worth while.

Please keep me informed regarding the Gas Company matter. I am satisfied I can get you lly million cash - possibly a little more, but I cannot pledge it. I know you will treat this confidential.

With kind personal regards,

Sincerely yours,

EF/jv

March 1, 1937

Mr. B.W.Lynch, President Standard Gas & Electric Co., 251 So. LaSalle Street Chicago, Illinois

Hy dear Mr. Lynch.

. . . .

What is the situation regarding the sale of the San Diego Gas Company's property? I can fly East any Friday night and be there Saturday morning for a conference if desired.

Were fourteen in our party and it was a marvelous experience. I hope sometime to have you as my guest. You go through some of the wildest country in the North American continent - there was a continual flight of ducks and geese for 12 hours morning and night that paraded past us, they nest down in San Felipe bay in the daytime and go into the Imperial Valley to feed almost on the minute at 6:00 P.M. The fishing is unsurpassed with every known variety to man.

Hoping to hear from you soon, and with kind regards, I am

Sincerely yours,

EF/jv

€.S: Kindly address me State Capital, Sacramenta. CC-Harold ceisse

Standard Gas and Electric Company 231 South La Salle Street GHICAGO

PRESIDENT

New York, March 8, 1937.

Cong West -3/13

Hon. Ed. Fletcher, State Capitol, Sacramento, California.

My dear Senator:

Your letter of the 1st has been forwarded to me here in New York where I have been tied up for the past couple of weeks, and probably another couple of weeks.

Your description of the fishing trip is certainly enticing, and I hope it will be my pleasure to be with you sometime on a similar voyage.

There is nothing new about the San Diego property. My attention is completely taken up for the moment on Standard Gas and Electric Company matters, and I do not know how soon I will be released to go to the west coast.

Best of regards, I remain

Sincerely yours,

President

April 21, 1936

Mr. B.W.Lynch, President Standard Gas & Electric 231 So.LaSalle Street Chicago, Illinois

My dear Mr. Lynch:

I see by the papers that a settlement has been made or is about to be made with the Standard Gas and Blectric, and that your difficulties are over.

Does this mean that you will be out of receivership soon and be in position to let me talk to you? My party is still interested re: San Diego Consolidated Gas and Electric.

If there is any special legislation that you are interested in, let me know - we are in session and will be until about the first of June. Hy address is Rm. 404, State Capitol, Sacramento.

With kindest regards,

Sincerely yours,

FF/JV

Standard Gas and Electric Company

apy West - 4/29

231 South La Salla Street

CHICAGO,ILL.

April 24, 1937.

Hon. Ed Fletcher, Room 404, State Capitol, Sacramento, California.

Dear Senator:

I am glad you are not giving me up entirely. I wish I could get as much encouragement from the proposed settlement of Standard Gas and Electric Company as mentioned in your letter of April 21. I would not say our differences are over, however, I think we are starting a sensible program that will eventually clarify the entire Standard Gas and Electric Company affairs. No one knows how soon this receivership will end and in some quarters is the thought it will take all of this year to finish up.

Try as I may and believe me I am anxious to visit the western properties, it has not been possible for me to leave here.

I will try to keep in touch with you and want to thank you for your many courtesies.

With best of regards, I remain

Sincerely yours,

President

BWL:R

Mr. B.W.Lynch, President Standard Gas & Electric Company 231 So. La Salle Street Chicago, Illinois

My dear Ur. Lynch:

I was glad to receive your letter today and to know that things are brightening up a little regarding the San Diego Gas property matter.

I am the authorized representative of the Directors of the Nevada-California Electric Corporation, through Mr. West, to handle the negotiations as and when you are ready. I can fly East any Friday night and be in Chicago Saturday in case you are not coming to the Coast soon.

When you come do not fail to reserve two or three days for a real fishing trip down the Gulf - we can leave San Diego in the morning and be down in the Gulf late that afternoon. I promise you an experience never to be forgotten, 300 miles into Mexico - the wildest country you have ever seen. I will be glad to renew acquaintance, and if you have a friend or two, bring them along. The Legislature will adjourn about the 12th or 15th of May. If you are coming out earlier, I can probably get away on Friday, Saturday and Sunday without any trouble. If you so desire, I am sure Mr. West will go along too, he is a fine fellow and has been a mighty good friend of mine for many years.

With kind regards,

Sincerely yours,

FF/Jv

May 3, 1957

Mr. B.W.Lynch, President Standard Gas & Electric Co., 251 South La Salle Street Chicago, Illinois

My dear Ur. Lynch:

We have passed a resolution in the Senate to adjourn on the 14th, and on the 15th a special trainload of California citizens, as the guests of the Santa Fe Railroad and through the Los Angeles Chamber of Commerce, are invited to make a fast run over their new streamline train, arriving in Chicago Londay the 17th at 1:45 p.m.

Will you be in Chicago on the 18th? Are you coming to California before then? It will be a pleasure to renew acquaintance and talk over the matter I have uppermost in mind, as well as the plan for the trip to the Gulf when you do come.

With kind personal regards,

Sincerely yours,

EF/jv

1861 7366

May 10, 1937

AIR MAIL

Mr. B.W.Lynch, President Standard Gas & Electric Co., 231 Bo. La Salle Street Chicago, Illinois

My dear Mr. Lynch:

I will arrive in Chicago on Monday the 17th. Can I see you Tuesday the 18th - I am leaving for Sacramento Tuesday night and could see you Tuesday afternoon if preferred. it will only take ten or fifteen minutes to talk matters over.

Will you kindly wire me on receipt of this what day and hour, if agreeable, to see you.

With kind regards,

Sincerely yours,

EF/jv



COPY OF WESTERN UNION TELEGRAM

May 11, 1937

B. W. LYNCH, President STANDARD GAS & MLECTRIC CO. 251 So. LA SALLE STREET CHICAGO ILLINOIS

PLAN 10 BE IN CHICAGO NEXT MONDAY AFTERNOON AND TUESDAY FLYING BACK TUESDAY NIGHT CAN IXX I SEE YOU FOR FEW MOMENTS PLEASE WIRE ANSWER

ED FLETCHER

1201-S

CLASS OF SERVICE

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WESTERN R. B. WHITE

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Received at Forum Bldg., 1109 9th St., Sacramento, Calif. TELEPHONE M 4321

ALWAYS OPEN

FT634 15 XC=HOTSPRINGS VIR 11 543P

SENATOR ED FLETCHER= ROOM 404 STATE CAPITAL

I EXPECT TO BE CHICAGO NEXT MONDAY AFTERNOON AND WILL BE HAPPY TO SEE YOU= B W LYNCH



May 12, 1937

AIR MAIL

Mr. B.W.Lynch, President Standard Gas & Electric Co., 231 So. La Salle Street Chicago, illinois

My dear ur. Lynch:

The stream line train "Chief" which is bringing us to Chicago as the guest of the Santa Fe Railroad and Los Angeles Chamber of Commerce, is supposed to arrive in Chicago at 1:45 Monday afternoon, and just as soon as it arrives, I will come direct to your office. We are supposed to be entertained by the Chicago Chamber of Commerce but i am there for business as well as pleasure. I am coming to Chicago primarily to see you, so please don't fail me.

Thanks for your telegram, and with kind regards,

Sincerely yours,

EF/JV

May 13, 1937

AIR MAIL

Mr. B.W.Lynch, President Standard Gas & Electric Co., 231 So. La Salle Street Chicago, Illinois

My dear Mr. Lynch:

was sorry to receive your telegram. I have decided not to make the trip as I have not the time to go to New York to see you. Very important Legislative matters are coming up here that makes it necessary for me to forego the trip wast.

When are you coming to the Coast and when will you be ready to talk to me? Don't fail to come to San Diego. I may be in Chicago about the 1st of the month unless you are coming to California.

With kindest regards,

Sincerely yours,

FF/JV

45 12



Postal Telegraph

All America

Cables

NIGHT LETTER DEFERRED CABLE NIGHT CABLE LETTER

23 SER=IX CHICAGO ILL 12 219P

Commercial

Cables

1937 MAY 12 PM 12 55

E FLETCHER=

ROOM 401 STATE CAPITOL SACTO

THAT TIME=

Telephone Your Telegrams to Postal Telegraph

July 14, 1937

Mr. B.W.Lynch, President Standard Gas & Electric Co., 231 South im Salle Street Chicago, Illinois

My dear Mr. Lynch:

I have been hoping from day to day to hear from you - it is worth while for us to get together and discuss the sale of the San Diego property. What encouragement can you give me and when are you coming out here - my purty is still ready to do business? How are your legal matters - I hope they are getting untangled?

With kind regards,

Sincerely yours,

EF/jv

Standard Gas and Electric Company

231 South La Sallo Street

CHICAGO, ILL.

July 19, 1937.

PERSONAL

Hon. Ed. Fletcher, 1020 Ninth Avenue, San Diego, California.

Dear Senator:

Still held in the east on our various matters, however, California looming as the next point which I hope will be soon but at the moment I will not know until August 1.

In your letter of July 14 you refer to our getting together to discuss the sale of the San Diego property. I know you will understand me when I say I think it would be better not to recite matters of this kind as certainly the purpose of our business will be to go over any and all matters of mutual interest which even includes fishing.

Best of regards.

Sincerely yours,

BWL:R

180 Lynchy

July 31, 1937

AIR MAIL

Mr. B.W.Lynch, Personal Standard Gas & Electric Co., 231 So.La Salle Street Chicago, Illinois

My dear Mr. Lynch:

Thanks for your letter of the 19th which I find on my return from a vacation trip to the Redwoods and Oregon.

Wire me when you are coming to San Diego for that fishing trip to Mexico, and can I invite our mutual friend, Mr. West, or not - you shall be the judge. Let me know how many are in your party - I promise you something that you will never forget - whether it is one, two or three days in Mexico, as you like. It will be on the west coast as it is too hot in the Gulf now.

On the 13th of August, I am taking Lt. Governor Hatfield, Attorney General Webb and a couple of my good Senator friends for a two or three days fishing trip. If your party could be here about that time, you will never forget it. Be sure and wire me the date you are leaving Chicago and the number of days you can be with us.

With kind personal regards,

Sincerely yours,

EF/jv

October 11, 1957

PERSONAL

Mr. B.W.Lynch, President Standard Gas & Electric Co. 231 S. LaSalle Street Chicago, Illinois

My dear Mr. Lynch:

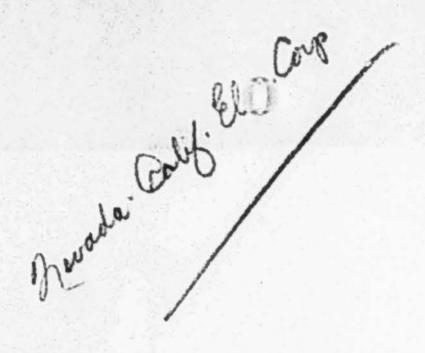
Enclosed find copy of Letter from Javits & Javits that is explanatory.

When am I going to have a chance to talk with you and bring you and Mr. West together? Why not do it on a fishing trip down to the Gulf? I can come to Chicago at any time. Please treat this confidential.

With kindest regards,

Sincerely yours,

EF, jv



October 13, 1937

Mr. B.W.Lynch, President Standard Gas & Electric Co., 231 Sc. LaSalle Street Chicago, Illinois

My dear Mr. Lynch:

I am just sending you these pictures as a teaser, a trip along the back bone of the Peninsular, a mile high at Laguna Hansen, about 100 miles below the Mexican Border. Among the party was Major Fleet, President of the Consolidated Aircraft; Frank Belcher, President of the First National Eank and a few other friends. We left Friday morning at 8:00 o'clock, was in Camp that night at 5:00, left Sunday morning at 9:00 O'clock and came home with a deer, over 100 ducks, 14 mountain quail, over 80 valley quail, 30 doves, 60 fine bass and our Mexican friends gave us a 1/4 of a beef and a sheep. We camped out on the ground, took our own boat with us. The group picture was taken at my friend Pedroarena's Ranch and winery - they pulled off a real Spanish luncheon for us.

When you come out this winter - it is yours for the asking, a trip either down to the Gulf or the West Coast. Please return pictures.

With kindest regards,

Sincerely yours,

EF/jv

Enci.

all the

Standard Gas and Electric Company

231 South La Sallo Stroot

CHICAGO,ILL.

October 18, 1937.

PERSONAL

Hon. Ed. Fletcher, 1020 Ninth Avenue, San Diego, California.

Dear Senator:

Returning to my desk this morning I find your personal letter of the 11th with the enclosed copy of letter from Javits & Javits. No comment on this at the moment.

Also before me is your letter of the 13th which is certainly most tempting. In addition to having wonderful marksmen to bring in the amount of game mentioned in your letter, you evidently also had a very good photographer because I never saw any nicer snaps of a party. I am returning the pictures herewith.

Perhaps my long promised trip to the coast will materialize soon.

Best of regards.

Sincerely yours,

BWL: R

Encls.

1320 Seven

November 20, 1937

AIR MAIL

Mr. B.W.Lynch, Personal Standard Gas & Electric Co., 231 S.La Salle Street C.icago, Illinois

My dear Mr. Lynch:

Enclosed find letters that I have received from Cowan - I have not answered either of these letters.

Is it necessary or desirable to work through Cowan, he is working through Mr. Javits? I thought perhaps if we work through Javits, it might upset the apple cart in some way, and my desire is to cooperate with you in every way possible so long as I eventually bet the handling and sale of the property.

Have been hoping from day to day that you would be cut here. Te are leaving between December 10th and 15th for a four or five days fishing trip into Mexico. Can you make the trip with us? Enclosed find letter from West.

West has given me another six months extension of time to represent the Nevada-California Corporation in the acquisition of the San Diego property subject to terms and conditions being satisfactory. He is a little more pessimistic now owing to the slump, but I believe I can get him going again as and when.

Is there any chance of your being here on the 15th? With kindest regards,

Sincerely yours,

EF/jv

Enclosures (Please return)

Standard Gas and Electric Company

231 South La Salle Street

CHICAGO, ILL.

November 29, 1937.

Hon. Ed. Fletcher, 1020 Ninth Avenue, San Diego, California.

Dear Senator:

your letter of November 20th awaited me when I returned from New York this morning. There is no chance of my being in your territory for the next couple of months.

I do not want to embarrass you but sometimes you ask for things in your letters that I do not answer and my reason for this is I am not in a position to do so as I have previously indicated to you.

Best of regards and hoping to eventually see you on the coast, I remain

Sincerely yours,

President

ENCS.

BWL:R

December 3, 1937

Mr. B.W.Lynch, Personal Standard Gas & Electric Co., 251 S.La Salle Street Chicago, Illinois

My dear Mr. Lynch:

is there any use in my coming east - do you think there is a way to pry this property loose if I can get a buyer?

I do not expect you to make any romise but only want to know as between friends if there is any hope of my doing anything in consummeting the deal that I have been working on so long and originally planned with your predecessor.

With kindest regards,

Sincerely yours,

ER/jv

cc-Mr. Harold Geisse

December 27, 1937

Mr. B.W.Lynch, Personal Standard Gas & Electric Co., 231 So.La Salle Street Chicago, Illinois

My dear Mr. Lynch:

Enclosed find clipping from the paper that may be of interest. I wish you could give me some idea as and when I can take matters up with you along the lines we have writing, ie. the sale of your system here.

Wishing you the Compliments of the Season,

Sincerely jours,

EF/jv

February 9, 1939

AIR MAIL

Mr. B.W.Lynch, President Standard Gas & Electric Co., 231 South La Salle Street Chicago, Illinois

My dear Mr. Lynch:

Enclosed find letter of February 6th from Charles 0. Loucks that is explanatory.

Is there any use in negotiating with these people or can Javits deliver the goods which so far you and I have failed to do? Please give me the low-down and in confidence.

With kindest regards,

Sincerely yours,

EF/jv Encl.

cc-A.B.West Harold Geisse

Standard Gas and Electric Company

231 South La Salle Street

CHICAGO, ILL.

February 21, 1939.

Mr. Ed Fletcher, 1020 Ninth Avenue, San Diego, California.

Dear Senator:

So sorry to keep writing you that there is no definite information I can give you regarding your various inquiries about the San Diego property. Again I must say to you that I cannot advise you one way or the other on the subject matter of your letter of February 9. Just use your best judgment. Please forgive me for writing in this manner.

Hope you are in good health.

Regards.

Sincerely yours,

BWL:R

Standard Gas and Electric Company Incorporated 420 Lexington Avenue NEW YORK, N. Y.

April 13, 1940

To the Holders of Stock, Notes or Debentures of Standard Gas and Electric Company:

Some time ago the Board of Directors of your Company authorized its officers to negotiate for the disposal of the securities owned by it in certain companies constituting its so-called "western properties," namely, San Diego Consolidated Gas & Electric Company, The California Oregon Power Company and Mountain States Power Company.

After mature consideration it is deemed advisable by the Board, in the interests of all classes of security-holders of this Company, that this Company offer securities of some or all of the corporations mentioned to the holders of notes and debentures of this Company in exchange for their notes and debentures. The disposal of securities by this exchange would not only effect a reduction in the funded debt of this Company, thus placing it in a sounder financial condition, but would be a partial compliance with the provisions of Section 11 of the Public Utility Holding Company Act of 1935 applicable to this Company.

The details of the plan of exchange are now being formulated and the necessary applications to regulatory bodies are in course of preparation.

You will be advised as to the details of the proposed exchange as soon as they have been completed and the necessary legal approvals have been obtained.

Yours very truly,

STANDARD GAS AND ELECTRIC COMPANY

By Leo T. Crowley

Chairman of the Board

April 19, 1940.

Mr. Leo Crowley Standard Gas & Electric Company 420 Lexington Avenue New York, N. Y.

My dear Mr. Crowley:

I called on Mr. Parrott as you suggested this Friday morning and found him out of town.

I am leaving this afternoon by plane for San Diego, California; my address there is Box 670, c/o Ed. Fletcher Company.

I am hoping that you will make it possible for me to submit a plan of sale of the stock which you control of the San Diego Gas & Electric Company to the California&Hevada Power Company. As I explained to you personally, I had the definite pledge of Mr. O'Brien that when the property was ready for sale I would have an opportunity to handle it. The arrangement with Mr. O'Brien was that the California Nevada Power Company were to pay me One Hundred Thousand Dollars - the Bylsky Company nothing. That was to be my only compensation.

At one time we came very close to closing the deal on the basis of approximately Eleven Million Dollars. After Mr. O'Brien's death, I took the matter up several times with Mr. Lynch, your President, who is familiar with the situation.

Your letter of April 13th to the Holders of the Stock is before me. I do wish that you would take the matter up with your associates and see what opportunity, if any, I can have of putting this deal through.

At the suggestion of Mr. Lynch I went to the S B C and got their informal consent to the consolidation of the California & Nevada Power Company with the San Diego Cas & Electric Company.

I would appreciate any suggestions from you in this matter. For reference as to my ability and integrity I refer you to:

Mr. C. C. Yauky of Wausaw, Wisconsin

Mr. E. J. Engle, President of the Santa Fe Railway Company, with headquarters in Chicago

Mr. R. C. Smith, President of American Airlines, Inc. Messrs. Schram & Mirriam of the R. F. C.

In closing, let me say that I put in some time and money in trying to consumate this deal and hope to hear from you at an early date by air mail, if possible, giving me a lead how to proceed, with any suggestions.

Kind regards.

Sincerely yours,

ED. FLETCHER

EF/emh

April 19, 1940.

Mr. Leo Crowley
Standard Gas & Electric Company
420 Lexington Avenue
New York, N. Y.

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Kind regards.

Sincerely yours,

ED. FLETCHER

EF/emh

Standard Gas and Electric Company INCORPORATED 420 Lexington Avenue

NEW YORK, NEW YORK

April 25, 1940

Senator Ed Fletcher, c/o Ed Fletcher Company, Box 670, San Diego, California

Dear Senator:

At Mr. Crowley's request, I am acknowledging receipt of your letter to him of April 19th. Mr. Crowley asked me to say to you that, in view of the fact that our present plans contemplate an offering of our holdings of common stock of San Diego Consolidated Gas & Electric Company to the holders of Standard Gas and Electric Company Notes and Debentures, we are unable at this time to discuss the possible sale of such stock to any outside individual or group.

Yours very truly,

Mummin.

Vice President and Secretary

ASCummins MC_ May 2, 1940

Mr. A.S.Cummins, Vice-Pres. and Secretary Standard Cas & Electric Company 420 Lexington Avenue New York, N.Y.

My dear Mr. Cummins:

Thanks for your recent letter. Will you please give me the detail of the plan of exchange of the holders of the stocks, notes and debentures. I would appreciate this at your earliest convenience. Something may come of this whole thing yet and I am going to be in the picture if I can.

With kind regards,

Sincerely yours,

EF/Jv

Standard Gas and Electric Company INCORPORATED 420 Lexington Avenue

NEW YORK, NEW YORK

May 6, 1940

Senator Ed. Fletcher, 1020 Ninth Avenue, San Diego, California.

Dear Mr. Fletcher:

Answering your letter of May 2nd, because none of the details of the contemplated exchange of our holdings of San Diego Consolidated Gas & Electric Company Common Stock for this Company's Notes and Debentures is yet known, there is nothing I can tell you. Inasmuch as the type of an offering which is expected to be made is a complicated undertaking, it is not unlikely that considerable further time may elapse before details are available.

I know of your interest and will send you a copy of the plan just as soon as it becomes available.

Yours very truly,

Vice President

Vice President and Secretary

ASCummins MC /

Ed Fletcher Papers

1870-1955

MSS.81

Box: 16 Folder: 35

General Correspondence - Lynch, Bernard W.



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