



**Kenneth L. Lay**  
Chairman of the Board

**Enron Corp.**  
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Houston, TX 77251-1188  
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May 30, 2001

Rocky Emery  
Paine Webber, Inc.  
Private Client Group  
109 N. Post Oak Lane, Suite 150  
Houston, TX 77024

**RE: Sale of 75,491 shares of Enron Corp. to Company for Repayment of \$4,000,000 LOC plus accrued interest through May 25, 2001**

Dear Rocky:

This letter is your authority to transfer the remaining 5,993 shares of Enron Corp. stock from the stock option award, Grant #5494, with an exercise date of 4/19/00, 56,537 shares of Enron Corp. stock from the stock option award, Grant #3718, with an exercise date of 3/15/00, and 12,961 shares of Enron Corp. stock from the stock option award, Grant #5108, with an exercise date of 1/24/00, in Paine Webber Acct. **HM-E0133-ES** to the Enron Corp. Omnibus Paine Webber Acct. **HS-54630-EN** by or before Friday, June 1, 2001.

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

Sincerely,

CC: Elaine Overturf  
Pam Butler  
Joanne Cortez  
Sherrie Gibson

5-25-01  
75,491 Shares  
@ 53.00

Endless possibilities.™

EC38648B0050219

GOVERNMENT  
EXHIBIT  
2510

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