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ANDREW QUINN ++  
JAMES N. MOSKOWITZ

September 27, 2002

VIA MESSENGER

Jonathan G. Katz, Secretary  
Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, D.C. 20549

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SEP 30 2002

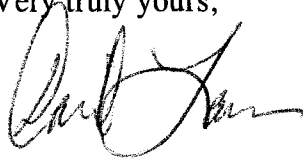
\* VA BAR ONLY  
\*\* MA BAR ONLY  
\*\*\* MI AND IL BAR ONLY  
+ IL BAR ONLY  
++ LEGISLATIVE, NON-LAWYER

Re: Southern Union Company: SEC Order 4-460  
Sworn Statements Pursuant to Section 21(a)(1)

Dear Mr. Katz:

In accordance with Commission Order No. 4-460, enclosed for filing, pursuant to Section 21(a)(1) of the Securities Exchange Act of 1934, as amended, are sworn statements from each of Southern Union's Chief Executive Officer, George L. Lindemann and Chief Financial Officer, David J. Kvpil. Please acknowledge receipt of these sworn statements by noting the time and date received upon the enclosed copy of this letter and returning it to the person delivering this letter.

Please contact the undersigned or Stephen A. Bouchard, also with this firm, if you have any questions regarding the enclosed sworn statements.

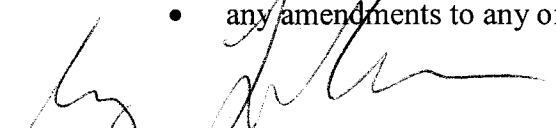
Very truly yours,  
  
David J. Lavan

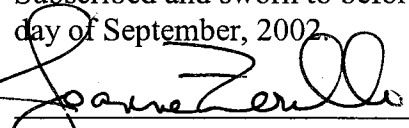
Enclosures  
cc: Jon Graf, Contoller  
Southern Union Company

**STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER AND PRINCIPAL FINANCIAL OFFICER REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS**

I, George L. Lindemann, Chairman of the Board and Chief Executive Officer, state and attest that:

1. To the best of my knowledge, based upon a review of the covered reports of Southern Union Company, and, except as corrected or supplemented in a subsequent covered report:
  - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
  - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
2. I have reviewed the contents of this statement with the Company's audit committee.
3. In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
  - Annual Report on Form 10-K filed with the Commission on September 27, 2002 of Southern Union Company;
  - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Southern Union Company filed with the Commission subsequent to the filing of the Form 10-K identified above; and
  - any amendments to any of the foregoing

  
 \_\_\_\_\_  
 George L. Lindemann  
 Chairman of the Board and  
 Chief Executive Officer  
 September 27, 2002

Sworn to and subscribed  
 before me this  
 25<sup>th</sup> day of Sept. 02  
 Subscribed and sworn to before me this 27  
 day of September, 2002  
  
 \_\_\_\_\_  
 Notary Public  
 My Commission Expires: \_\_\_\_\_

RECEIVED  
 OFFICE OF THE SECRETARY  
 SEP 30 2002

JOANNE ZERILLO  
 NOTARY PUBLIC OF NEW JERSEY  
 Commission Expires 7/2/2007