

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

APPLICATION OF EQUITABLE RESOURCES, INC.)
FOR AN ORDER AUTHORIZING THE ISSUANCE) CASE NO.
AND SALE OF UP TO 80,000 SHARES OF) 94-123
COMMON STOCK)

O R D E R

IT IS ORDERED that Equitable Resources, Inc. ("Equitable") shall file an original and eight copies of the following information with this Commission, with a copy to all parties of record, within seven days from the date of this Order.

1. Provide the current market value of the proposed issuance.
2. Provide copies of any studies, reports, analyses or other documentation, including documentation from the independent compensation consultant, that support the use of this form of compensation. Include with this response a discussion of the reasons why this method of compensation is preferable.
3. Provide journal entries for the following events:
 - a. The granting of the stock option.
 - b. The exercising of the stock option.
 - c. The forfeiture of the option.
4. Provide a copy of the registration statement filed with the Securities and Exchange Commission.

5. For each year this compensation program is to be in effect, state the expected impact it will have on the capital structure of Equitable.

Done at Frankfort, Kentucky, this 6th day of May, 1994.

PUBLIC SERVICE COMMISSION


For the Commission

ATTEST:


Executive Director