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May 29, 1998

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*98-902-PL-Zinc*

Public Utilities Commission  
30 East Broad Street  
Columbus, OH 43215

RECEIVED

ATTENTION: Mr. Russ Gooden

JUN 1 0 1998

Dear Mr. Gooden:

DOCKETING DIVISION  
PUCO

In accordance with our recent telephone conversation, I enclose herewith the Application filed on behalf of Equity Oil & Gas Funds, Inc. seeking the approval of the PUCO for the purchase by Equity of all of the outstanding common stock of Strongsville Pipe Company, an existing utility registered with the PUCO.

In accordance with our telephone conversation, it is my understanding that there are no forms available to specifically fit this fact situation. If you have any comments or suggestions regarding the application, or its form, please do not hesitate to contact the undersigned. The Application is enclosed in quadruplicate for filing with your office.

I am also enclosing a copy of same with the request that you stamp same indicating filing and return to the undersigned in the envelope provided for your convenience.

Thank you for your courtesy in this matter.

Very truly yours,

GEIGER, TEEPLE, SMITH  
& HAHN, P.L.L.



B. Scott Hahn  
Attorney at Law

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Technician Russ M. Mij Date Processed June 11, 1998

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JUN 10 1998

DOCKETING DIVISION  
PUCO

BEFORE

THE PUBLIC UTILITIES COMMISSION OF OHIO

In the Matter of the Application :  
of EQUITY OIL & GAS FUNDS, INC. :  
for Approval of the Acquisition :  
of all of the Outstanding :  
Capital Stock of Strongsville :  
Pipe Company :

CASE NUMBER: 98-902-P2-217C

APPLICATION FOR APPROVAL

Now comes the Applicant, EQUITY OIL & GAS FUNDS, INC., by its attorney, and hereby requests approval of the Public Utilities Commission of Ohio for the acquisition by Equity Oil & Gas Funds, Inc. of all of the outstanding capital stock of Strongsville Pipe Company, a public utility currently registered with the Public Utilities Commission of Ohio.

The Applicant has entered into a Letter of Intent with Strongsville Pipe Company dated April 30<sup>th</sup>, 1998, under which the Applicant proposes to purchase all of the outstanding capital stock of Strongsville Pipe Company.

The approval of the Public Utilities Commission of Ohio is required to further proceed in said stock acquisition transaction.

Said stock acquisition transaction will not change the name of the Strongsville Pipe Company, but will only change the ownership of its capital stock.

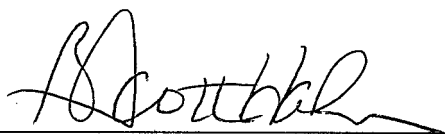
Said stock acquisition transaction will not affect the financial viability of the Strongsville Pipe Company or otherwise

affect its ability to continue to financially operate.

Said stock acquisition transaction also will not affect the rates paid by the consumer customers of the Strongsville Pipe Company.

WHEREFORE, the Applicant requests that the Public Utilities Commission of Ohio grant it permission to acquire all of the outstanding capital stock of the Strongsville Pipe Company.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "B. Scott Hahn", is written over a horizontal line.

**B. SCOTT HAHN**  
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Attorney for Applicant