

SECURITIES AND EXCHANGE COMMISSION

FORM 10QSB

Optional form for quarterly and transition reports of small business issuers under section 13 or 15(d)

Filing Date: **1996-11-14** | Period of Report: **1996-09-30**
SEC Accession No. **0000837894-96-000008**

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FILER

ENEX OIL & GAS INCOME PROGRAM III SERIES 8 LP

CIK: **837894** | IRS No.: **760214442** | State of Incorporation: **NJ** | Fiscal Year End: **1231**
Type: **10QSB** | Act: **34** | File No.: **000-17562** | Film No.: **96662973**
SIC: **1381** Drilling oil & gas wells

Mailing Address
*THREE KINGWOOD PLACE
SUITE 200
KINGWOOD TX 77339*

Business Address
*800 ROCKMEAD DRIVE
THREE KINGWOOD PLACE
KINGWOOD TX 77339
7133588401*

United States
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-QSB

QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 1996

OR

TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

For the transition period from.....to.....

Commission file number 0-17562

ENEX OIL & GAS INCOME PROGRAM III - SERIES 8, L.P.

(Exact name of small business issuer as specified in its charter)

New Jersey
(State or other jurisdiction of
incorporation or organization)

76-0214442
(I.R.S. Employer
Identification No.)

Suite 200, Three Kingwood Place
Kingwood, Texas 77339
(Address of principal executive offices)

Issuer's telephone number:
(713) 358-8401

Check whether the issuer (1) filed all reports required to be filed by
Section 13 or 15(d) of the Exchange Act during the past 12 months (or for such
shorter period that the registrant was required to file such reports), and (2)
has been subject to such filing requirements for the past 90 days.

Yes x No

Transitional Small Business Disclosure Format (Check one):

Yes No x

PART I. FINANCIAL INFORMATION

Item 1. Financial Statements

<TABLE>

<CAPTION>

ENEX OIL & GAS INCOME PROGRAM III - SERIES 8, L.P.

BALANCE SHEET

	September 30, 1996
	----- (Unaudited)
ASSETS	
CURRENT ASSETS:	
<S>	<C>
Accounts receivable - oil & gas sales	\$ 40,852
Other current assets	3,110

Total current assets	43,962

OIL & GAS PROPERTIES

(Successful efforts accounting method) - Proved

mineral interests and related equipment & facilities	2,517,564
Less accumulated depreciation and depletion	2,335,124

Property, net	182,440

TOTAL	\$ 226,402
=====	
LIABILITIES AND PARTNERS' CAPITAL	
CURRENT LIABILITIES:	
Accounts payable	\$ 26,597
Payable to general partner	76,933

Total current liabilities	103,530

PARTNERS' CAPITAL:	
Limited partners	71,660
General partner	51,212

Total partners' capital	122,872

TOTAL	\$ 226,402
=====	
Number of \$500 Limited Partner units outstanding	7,196

</TABLE>

See accompanying notes to financial statements.

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<TABLE>

<CAPTION>

ENEX OIL & GAS INCOME PROGRAM III - SERIES 8, L.P.
STATEMENTS OF OPERATIONS

(UNAUDITED)	QUARTER ENDED		NINE MONTHS ENDED	
	September 30, 1996	September 30, 1995	September 30, 1996	September 30, 1995
	-----	-----	-----	-----
REVENUES:				
<S>	<C>	<C>	<C>	<C>
Oil and gas sales	\$ 76,349	\$ 75,849	\$ 227,086	\$ 236,376
	-----	-----	-----	-----
EXPENSES:				
Depreciation, depletion and amortization	16,227	46,425	47,841	132,644
Impairment of property	-	-	291,307	-
Lease operating expenses	31,966	44,781	110,041	133,187
Production taxes	4,469	4,192	14,767	14,339
General and administrative	6,829	12,754	25,840	51,912
	-----	-----	-----	-----
Total expenses	59,491	108,152	489,796	332,082
	-----	-----	-----	-----
INCOME (LOSS) FROM OPERATIONS	16,858	(32,303)	(262,710)	(95,706)
	-----	-----	-----	-----
OTHER INCOME:				
Interest income	208	-	208	-

Gain from sale of property	161	-	13,793	-
NET INCOME (LOSS)	\$ 17,227	\$ (32,303)	\$ (248,709)	\$ (95,706)

</TABLE>

See accompanying notes to financial statements.

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<TABLE>
<CAPTION>
ENEX OIL AND GAS INCOME PROGRAM III - SERIES 8, L.P.
STATEMENTS OF CASH FLOWS

(UNAUDITED)

	NINE MONTHS ENDED	
	September 30, 1996	September 30, 1995
CASH FLOWS FROM OPERATING ACTIVITIES:		
<S>	<C>	<C>
Net (loss)	\$ (248,709)	\$ (95,706)
Adjustments to reconcile net (loss) to net cash provided by operating activities:		
Depreciation and depletion	47,841	132,644
Impairment of property	291,307	-
Gain on sale of property	(13,793)	-
(Increase) decrease in:		
Accounts receivable - oil & gas sales	(11,117)	1,594
Other current assets	(236)	(1,694)
Increase (decrease) in:		
Accounts payable	9,561	(13,772)
Payable to general partner	(73,236)	(6,637)
Total adjustments	250,327	112,135
Net cash provided by operating activities	1,618	16,429
CASH FLOWS FROM INVESTING ACTIVITIES:		
Proceeds from sale of property	38,117	-
Property additions - development costs	(23,924)	(8,759)
Net cash provided (used) by investing activities	14,193	(8,759)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Cash distributions	(18,400)	(18,201)
NET (DECREASE) IN CASH	(2,589)	(10,531)
CASH AT BEGINNING OF YEAR	2,589	16,214
CASH AT END OF PERIOD	\$ 0	\$ 5,683

</TABLE>

See accompanying notes to financial statements.

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NOTES TO UNAUDITED FINANCIAL STATEMENTS

1. The interim financial information included herein is unaudited; however, such information reflects all adjustments (consisting solely of normal recurring adjustments) which are, in the opinion of management, necessary for a fair presentation of results for the interim periods.
2. Effective February 1, 1996, the Company sold its interest in the Credo acquisition for \$22,575. The Company recognized a gain of \$1,409 on the sale. Effective April 1, 1996, the Company sold its interest in the Kidd well in the Enexco acquisition for \$7,680. The Company recognized a \$7,100 gain from the sale. Effective June 1, 1996, the Company sold its interest in the Harper well in the RIC acquisition for \$6,674. The Company recognized a gain of \$5,123 from the sale. Effective August 1, 1996 the Company sold its interest in the Spider Lake 3-2 well for \$1,188. The Company recognized a gain of \$161 from the sale.
3. On August 9, 1996, the Company's General Partner submitted preliminary proxy material to the Securities Exchange Commission with respect to a proposed consolidation of the Company with 33 other managed limited partnerships. On November 13, 1996, the Company submitted amended preliminary proxy material to the SEC with respect to this consolidation. The terms and conditions of the proposed consolidation are set forth in such preliminary proxy material.
4. A cash distribution was made to the limited partners of the Company in the amount of \$13,502, representing net revenues from the sale of oil and gas produced from properties owned by the Company. This distribution was made on July 31, 1996.
5. The Financial Accounting Standards Board has issued Statement of Financial Accounting Standard ("SFAS") No. 121, "Accounting for the Impairment of Long-Lived Assets and for Long-Lived Assets to be Disposed Of," which requires certain assets to be reviewed for impairment whenever circumstances indicate the carrying amount may not be recoverable. Prior to this pronouncement, the Company assessed properties on an aggregate basis. Upon adoption of SFAS 121, the Company began assessing properties on an individual basis, wherein total capitalized costs may not exceed the property's fair market value. The fair market value of each property was determined by H. J. Gruy and Associates, ("Gruy"). To determine the fair market value, Gruy estimated each property's oil and gas reserves, applied certain assumptions regarding price and cost escalations, applied a 10% discount factor for time and certain discount factors for risk, location, type of ownership interest, category of reserves, operational characteristics, and other factors. In the first quarter of 1996, the Company recognized a non-cash impairment provision of \$291,307 for certain oil and gas properties due to market indications that the carrying amounts were not fully recoverable.

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Item 2. Management's Discussion and Analysis or Plan of Operation.

Third Quarter 1995 Compared to Third Quarter 1996

Oil and gas sales for the third quarter increased to \$76,349 in 1996 from \$75,849 in 1995. This represents an increase of \$500. Oil sales decreased by \$3,624 (8%). A 33% decrease in production caused sales to decrease by \$15,861. This was partially offset by a 37% increase in the average oil sales price. Gas sales increased by \$4,124 (15%). A 10% decrease in gas production reduced sales by \$2,694. This decrease was partially offset by a 27% increase in the average gas sales price. The decreases in oil and gas production were primarily the result of the sale of the Credo acquisition in the first quarter of 1996 and the sale of the Kidd well in the Enexco acquisition in the second quarter of 1996 coupled with natural production declines. The higher average oil and gas sales prices correspond with higher prices in the overall market for the sale of oil and gas.

Lease operating expenses decreased to \$31,966 in the third quarter of 1996 from \$44,781 in the third quarter of 1995. The decrease of \$12,815 (29%) is primarily due to the changes in production, noted above.

Depreciation and depletion expense decreased to \$16,227 in the third quarter of 1996 from \$46,425 in the third quarter of 1995. This represents a decrease of \$30,198 (65%). The changes in production, noted above, reduced depreciation and depletion expense by \$11,932. A 53% decrease in the depletion rate reduced depreciation and depletion expense by an additional \$18,266. The rate decrease is primarily due to the lower property basis resulting from the recognition of an impairment of property for \$291,307 in the first quarter of 1996.

Effective August 1, 1996 the Company sold its interest in the Spider Lake 3-2 well for \$1,188. The Company recognized a gain of \$161 from the sale.

General and administrative expenses decreased to \$6,829 in the third quarter of 1996 from \$12,754 in the third quarter of 1995. This decrease of \$5,925 is primarily due to with less staff time being required to manage the Company's operations in 1996.

First Nine Months in 1995 Compared to First Nine Months in 1996

Oil and gas sales for the first nine months decreased to \$227,086 in 1996 from \$236,376 in 1995. This represents a decrease of \$9,290 (4%). Oil sales decreased by \$4,648 (3%). A 15% decrease in oil production reduced sales by \$22,344. This decrease was partially offset by a 14% increase in the average oil sales price. Gas sales decreased by \$4,642 (5%). A 16% decrease in gas production reduced sales by \$14,151. This decrease was partially offset by a 14% increase in the average gas sales price. The decreases in oil and gas production were primarily the result of the sale of the Credo acquisition in the first quarter of 1996 and the sale of the Kidd well in

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the Enxco acquisition in the second quarter of 1996 coupled with natural production declines. The changes in the average sales prices correspond with changes in the overall market for the sale of oil and gas.

Lease operating expenses decreased to \$110,041 in the first nine months of 1996 from \$133,187 in the first nine months of 1995. The decrease of \$23,146 (17%) is primarily due to the changes in production, noted above.

Depreciation and depletion expense decreased to \$47,841 in the first nine months of 1996 from \$132,644 in the first nine months of 1995. This represents a decrease of \$84,803 (64%). A 57% decrease in the depletion rate reduced depreciation and depletion expense by \$63,658. The changes in production, noted above, reduced depreciation and depletion expense by an additional \$21,145. The rate decrease is primarily due to the lower property basis resulting from the recognition of an impairment of property for \$291,307 in the first quarter of 1996.

Effective February 1, 1996, the Company sold its interest in the Credo acquisition for \$22,575. The Company recognized a gain of \$1,409 on the sale. Effective April 1, 1996, the Company sold its interest in the Kidd well in the Enxco acquisition for \$7,680. The Company recognized a \$7,100 gain from the sale. Effective June 1, 1996, the Company sold its interest in the Harper well in the RIC acquisition for \$6,674. The Company recognized a gain of \$5,123 from the sale. Effective August 1, 1996 the Company sold its interest in the Spider Lake 3-2 well for \$1,188. The Company recognized a gain of \$161 from the sale.

The Financial Accounting Standards Board has issued Statement of Financial Accounting Standard ("SFAS") No. 121, "Accounting for the Impairment of Long-Lived Assets and for Long-Lived Assets to be Disposed Of," which requires certain assets to be reviewed for impairment whenever circumstances indicate the carrying amount may not be recoverable. Prior to this pronouncement, the Company assessed properties on an aggregate basis. Upon adoption of SFAS 121, the Company began assessing properties on an individual basis, wherein total capitalized costs may not exceed the property's fair market value. The fair market value of each property was determined by H. J. Gruy and Associates, ("Gruy"). To determine the fair market value, Gruy estimated each property's oil and gas reserves, applied certain assumptions regarding price and cost escalations, applied a 10% discount factor for time and certain discount factors

for risk, location, type of ownership interest, category of reserves, operational characteristics, and other factors. In the first quarter of 1996, the Company recognized a non-cash impairment provision of \$291,307 for certain oil and gas properties due to market indications that the carrying amounts were not fully recoverable.

On April 2, 1996, the Company settled a property interest dispute on the Barnes Estate acquisition. In the settlement, the Company agreed to pay \$5,250 to the plaintiff and convey 0.21% overriding royalty interest in the Barnes Estate #1 and #2 wells. Such conveyance should not have a material impact on the current or future revenues of the Company.

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General and administrative expenses decreased to \$25,840 in 1996 to \$51,912 in 1995. This decrease of \$26,072 (50%) is primarily due to \$11,938 of legal costs incurred in the second quarter of 1995 for a property interest dispute on the Barnes Estate acquisition coupled with less staff time being required to manage the Company's operations in 1996.

CAPITAL RESOURCES AND LIQUIDITY

The Company's cash flow is a direct result of the amount of net proceeds realized from the sale of oil and gas production after the repayment of its debt obligations. Accordingly, the changes in cash flow from 1995 to 1996 are primarily due to the changes in oil and gas sales described above. It is the general partner's intention to distribute substantially all of the Company's remaining available cash flow to the Company's partners. The Company's "available cash flow" is essentially equal to the net amount of cash provided by operating activities.

The Company discontinued the payment of distributions during 1995. Future distributions are dependent upon, among other things, an increase in prices received for oil and gas. The Company will continue to recover its reserves and distribute to the limited partners the net proceeds realized from the sale of oil and gas production. Distribution amounts are subject to change if net revenues are greater or less than expected. Based on the December 31, 1995 reserve report prepared by Gruy, there appears to be sufficient future net revenues to pay all obligations and expenses. The General Partner does not intend to accelerate the repayment of the debt beyond the Company's cash flow provided by operating activities. Future periodic distributions will be made once sufficient net revenues are accumulated.

On August 9, 1996, the Company's General Partner submitted preliminary proxy material to the Securities Exchange Commission with respect to a proposed consolidation of the Company with 33 other managed limited partnerships. On November 13, 1996, the Company submitted amended preliminary proxy material to the SEC with respect to this consolidation. The terms and conditions of the proposed consolidation are set forth in such preliminary proxy material.

As of September 30, 1996, the Company had no material commitments for capital expenditures. The Company does not intend to engage in any significant developmental drilling activity.

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PART II. OTHER INFORMATION

Item 1. Legal Proceedings.

None

Item 2. Changes in Securities.

None

Item 3. Defaults Upon Senior Securities.

Not Applicable

Item 4. Submission of Matters to a Vote of Security Holders.

Not Applicable

Item 5. Other Information.

Not Applicable

Item 6. Exhibits and Reports on Form 8-K.

(a) There are no exhibits to this report.

(b) The Company filed no reports on Form 8-K during the quarter ended September 30, 1996.

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SIGNATURES

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

ESEX OIL & GAS INCOME
PROGRAM III - SERIES 8, L.P.
(Registrant)

By: ESEX RESOURCES CORPORATION
General Partner

By: /s/ R. E. Densford
R. E. Densford
Vice President, Secretary
Treasurer and Chief Financial
Officer

November 13, 1996

By: /s/ James A. Klein

James A. Klein
Controller and Chief
Accounting Officer

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