

# SECURITIES AND EXCHANGE COMMISSION

## FORM SC 13G/A

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities by passive investors and certain institutions [amend]

Filing Date: **1996-02-08**  
SEC Accession No. **0000728618-96-000034**

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### SUBJECT COMPANY

#### LOUISIANA LAND & EXPLORATION CO

CIK: **60512** | IRS No.: **720244700** | State of Incorporation: **MD** | Fiscal Year End: **1231**  
Type: **SC 13G/A** | Act: **34** | File No.: **005-13116** | Film No.: **96512892**  
SIC: **1311** Crude petroleum & natural gas

Mailing Address  
*P O BOX 60350  
NEW ORLEANS LA 70160*

Business Address  
*909 POYDRAS ST  
NEW ORLEANS LA 70112  
5045666500*

### FILED BY

#### METROPOLITAN LIFE INSURANCE CO/NY

CIK: **728618** | IRS No.: **135581829** | State of Incorporation: **NY** | Fiscal Year End: **0930**  
Type: **SC 13G/A**  
SIC: **6411** INSURANCE AGENTS, BROKERS & SERVICE

Mailing Address  
*ONE MADISON AVENUE LAW  
DEPARTMENT  
NEW YORK NY 10010-3690*

Business Address  
*ONE MADISON AVE  
NEW YORK NY 10010  
2125785914*

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Schedule 13G

Under the Securities Exchange Act of 1934  
(Amendment No. 2 )\*

Louisiana Land & Exploration Company

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(Name of Issuer)

Common Stock

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(Title of Class of Securities)

54626810

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(CUSIP Number)

Check the following box if a fee is being paid with this statement . (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d - 7.)

\* The remainder of the cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following page(s))

1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Metropolitan Life Insurance Company  
(I.R.S. NO. 13-5581829)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a) [ ] Not applicable.  
(b) [ ] Not applicable.

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
A New York corporation.

	5.	SOLE VOTING POWER	2,099,150
NUMBER OF			
SHARES	6.	SHARED VOTING POWER	- 0 -
BENEFICIALLY			
OWNED BY EACH			
REPORTING	7.	SOLE DISPOSITIVE POWER	2,099,150
PERSON WITH			
	8.	SHARED DISPOSITIVE POWER	- 0 -

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH  
REPORTING PERSON  
2,099,150

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)  
EXCLUDES CERTAIN SHARES\*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
6.2%

12. TYPE OF REPORTING PERSON\*  
HC, IC

Item 1 (a). Name of Issuer  
Louisiana Land & Exploration Company

Item 1 (b). Address of Issuer's Principal  
Office:  
909 Poydras Street  
New Orleans, LA 70112

Item 2 (a). Name of Person Filing  
Metropolitan Life Insurance Company  
By Jane C. Weinberg, Associate General  
Counsel.

Item 2 (b) Address of Principal Business  
Office:  
One Madison Avenue  
New York, New York 10010.

Item 2 (c). Citizenship  
A New York corporation.

Item 2 (d). Title of Class of Securities  
Common Stock

Item 2 (e). CUSIP Number  
54626810

Item 3. If this statement is filed pursuant to  
Rules 13d-1(b), or 13d-2(b), check whether the  
person filing is a:

(a)  Broker or Dealer registered under  
Section 15 of the Act.  
(b)  Bank as defined in Section 3 (a) (6) of  
the Act.

(c)  Insurance Company as defined in Section  
3 (a) (19) of the Act.

(d)  Investment Company registered under  
Section 8 of the Investment Company Act.

(e)  Investment Adviser registered under  
Section 203 of the Investment Advisers Act of 1940.

(f)  Employee Benefit Plan, Pension Fund  
which is subject to the provisions of the Employee  
Retirement Income Security Act of 1974 or Endowment  
Fund

(g)  Parent Holding Company, in accordance  
with Section 240.13d-1(b) (ii) (G) (Note: See Item  
7).

(h)  Group, in accordance with Section  
240.13d-1 (b) (1) (ii) (H)

SCHEDULE 13G

Item 4. Ownership.

If the percent of the class owned, as of December 31 of the year covered by the statement, or as of the last day of any month described in Rule 13d-1(b) (2), if applicable, exceeds five percent, provide the following information as of that date and identify those shares which there is a right to acquire.

- (a) Amount Beneficially Owned: 2,099,150
- (b) Percent of Class: 6.2%
- (c) Number of shares as to which such person has:
  - (i) sole power to vote or to direct the vote: 2,099,150
  - (ii) shared power to vote or to direct the vote: -0-
  - (iii) sole power to dispose or to direct the disposition of: 2,099,150
  - (iv) shared power to dispose or to direct the disposition of: -0-

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [ ].

Item 6. Ownership of More than Five Percent on Behalf of Another Person.  
Not applicable.

SCHEDULE 13G

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company: State Street Research and Management Company, Inc. an Investment Adviser registered under Section 203 of the Investment Advisers Act, is the beneficial owner of 2,838,600 shares and Metropolitan Series Fund, an Investment Adviser registered under the

Investment Company Act of 1940, is the beneficial owner of 8,400 shares of the securities reported upon herein.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

Signature.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 7, 1996  
Signature: /s/ Jane C. Weinberg  
Jane C. Weinberg  
Associate General Counsel