

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 2)*

COMSTOCK RESOURCES, INC.
(Name of Issuer)

Common Stock, par value \$.50 per share
(Title of Class of Securities)

205768203

(CUSIP Number)

Mr. Charles H. Prioleau
Enron Reserve Acquisition Corp.,
1400 Smith Street, Houston, TX 77002, (713) 853-6161
(Name, Address and Telephone Number of Person Authorized to Receive Notices and
Communications)

July 11, 1996
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box / /.

Check the following box if a fee is being paid with the statement / /. (A fee is not required only if the reporting 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.)

NOTE: SIX COPIES OF THIS STATEMENT, INCLUDING ALL EXHIBITS, SHOULD BE FILED WITH THE COMMISSION. SEE RULE 13D-1(A) FOR OTHER PARTIES TO WHOM COPIES ARE TO BE SENT.

*The remainder of this 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 disclosures provided in a prior cover page.

The information required on 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).

SCHEDULE 13D

CUSIP NO. 205768203

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1 NAME OF REPORTING PERSON
S.S. OR IRS IDENTIFICATION NO. OF ABOVE PERSON
Enron Reserve Acquisition Corp. I.R.S. No.: 76-0323755

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
N/A (a) []
(b) []

3 SEC USE ONLY

4 SOURCE OF FUNDS
00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) or 2(e) []

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

7 SOLE VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
-0-
8 SHARED VOTING POWER
700,000 shares of Comstock's Common Stock.
9 SOLE DISPOSITIVE POWER
-0-
10 SHARED DISPOSITIVE POWER
Same as 8 above.

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
Same as 8 above.

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
N/A []

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
4.45% of Comstock's outstanding Common Stock, par value \$.50 per share. []

14 TYPE OF REPORTING PERSON
CO

SCHEDULE 13D

CUSIP NO. 205768203

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1 NAME OF REPORTING PERSON
S.S. OR IRS IDENTIFICATION NO. OF ABOVE PERSON

Enron Corp. I.R.S. No.: 47-0255140

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)
(b)

N/A

3 SEC USE ONLY

4 SOURCE OF FUNDS

00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

7 SOLE VOTING POWER

NUMBER OF

7

-0-

SHARES

8 SHARED VOTING POWER

BENEFICIALLY

8

OWNED BY

700,000 shares of Comstock's Common Stock.

EACH

9 SOLE DISPOSITIVE POWER

REPORTING

9

-0-

PERSON

10 SHARED DISPOSITIVE POWER

WITH

10

Same as 8 above.

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Same as 8 above.

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

N/A

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

4.45% of Comstock's outstanding Common Stock, par value \$.50 per share.

14 TYPE OF REPORTING PERSON

CO

AMENDMENT TO STATEMENT ON SCHEDULE 13D

This Amendment No. 2 to Statement on Schedule 13D (this "Amendment") amends the Statement on Schedule 13D dated July 29, 1994, as amended by Amendment No. 1 thereto (the "Statement"), of Enron Reserve Acquisition Corp., a Delaware corporation ("ERAC"), and Enron Corp., a Delaware corporation ("ENRON"), with respect to shares of the common stock, par value \$.50 per share ("Common Stock"), of Comstock Resources, Inc., a Delaware corporation ("Comstock"). Capitalized terms used but not defined herein are defined in the Statement and are used herein with the same meanings ascribed thereto in the Statement.

Item 5. Interest in Securities of the Issuer:

On July 11, 1996, Comstock redeemed, in accordance with the terms of the Series B Preferred Stock, the 1,000,000 shares of Series B Preferred Stock owned by ERAC in consideration for the issuance to ERAC of 2,000,000 shares of Common Stock plus \$18,784.15 in cash in accrued but unpaid dividends. On July 11, 1996, ERAC sold (settlement date being July 16, 1996) 1,300,000 shares of Common Stock in an open market transaction at \$10.00 per share. ERAC has reduced its beneficial ownership of Common Stock below 5% and accordingly will make no further filings unless its beneficial ownership increases to 5% or above.

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

Date: July 16, 1996

ENRON RESERVE ACQUISITION CORP.

By: /s/ Charles H. Prioleau
Charles H. Prioleau
Vice President

Date: July 16, 1996

ENRON CORP.

By: /s / Peggy B. Menchaca
Peggy B. Menchaca
Vice President