

SCHEDULE 13D

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

Texas Pacific Land Trust

(Name of Issuer)

Sub-Share Certificates in Certificates of Proprietary Interest

(Title of Class of Securities)

882610108

(CUSIP Number)

Michael S. Paquette
Vice President and Controller
Fund American Enterprises Holdings, Inc.
The 1820 House,
Main Street,
Norwich, Vermont 05055-0850
(802) 649-3633

(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

October 4, 1995

(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 this 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 re-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.

CUSIP NO. 882610108

(1) Name of Reporting Person. S.S. or I.R.S. Identification No. of Above
Person

Fund American Enterprises Holdings, Inc.
94-2708455

(2) Check the Appropriate Box if a Member (a) _____
of a Group (See Instructions) (b) _____

(3) SEC Use Only

(4) Source of Funds (See Instructions)

(5) Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d)
or 2(e)

(6) Citizenship or Place of Organization Delaware

Number of Sub-Shares Beneficially Owned by Each Reporting Person With
(7) Sole Voting Power -----
(8) Shared Voting Power -----
246,000
(9) Sole Dispositive Power -----
(10) Shared Dispositive Power -----
246,000

(11) Aggregate Amount Beneficially Owned by Each Reporting Person
246,000

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Sub-Shares (See Instructions)

(13) Percent of Class Represented by Amount in Row (11) Approximately 8.1%

(14) Type of Reporting Person (See Instructions) HC, CO

2 or 7

CUSIP NO. 882610108

(1) Name of Reporting Person. S.S. or I.R.S. Identification No. of Above Person

Fund American Enterprises, Inc.
51-0328932

(2) Check the Appropriate Box if a Member of a Group (See Instructions)
(a) _____
(b) _____

(3) SEC Use Only

(4) Source of Funds (See Instructions)

(5) Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)

(6) Citizenship or Place of Organization Delaware

Number of Sub-Shares Beneficially Owned by Each Reporting Person With
(7) Sole Voting Power -----
(8) Shared Voting Power -----
246,000
(9) Sole Dispositive Power -----
(10) Shared Dispositive Power -----

(11) Aggregate Amount Beneficially Owned by Each Reporting Person
246,000

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Sub-Shares (See Instructions)

(13) Percent of Class Represented by Amount in Row (11) Approximately 8.1%

(14) Type of Reporting Person (See Instructions) CO

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ONLY ITEMS REPORTED IN THIS AMENDMENT NO. 2 TO SCHEDULE 13D ARE AMENDED FROM THE FILING ON SCHEDULE 13D FILED WITH THE SECURITIES AND EXCHANGE COMMISSION ON JULY 3, 1995, AS AMENDED BY AMENDMENT NO. 1 ON SEPTEMBER 8, 1995. ALL OTHER ITEMS REMAIN UNCHANGED. UNLESS OTHERWISE SPECIFIED, ALL DEFINED TERMS USED HEREIN HAVE THE MEANING PREVIOUSLY ASCRIBED TO THEM IN THE SCHEDULE 13D.

Item 4. Purpose of Transaction.

(a) Sales by FAE outlined in Schedule II, attached hereto, and incorporated herein by reference, were made in the ordinary course of business and not for the purpose or effect of changing or influencing the control of TPL or in connection with, or as a participant in, any transaction having such purpose or effect.

Item 5. Interest in Securities of the Issuer.

(a) FAEH owns all 246,000 Sub-Shares indirectly through FAE. The aggregate number of Sub-Shares and the corresponding percentage of the outstanding Sub-Shares such number represents is as follows:

<TABLE>
<CAPTION>

Person	Sub-Shares Beneficially Owned	Percentage of Sub-Shares Beneficially Owned
<S>	<C>	<C>
FAEH	246,000	8.1%
FAE	246,000	8.1%

</TABLE>

(b) FAEH shares voting power and dispositive power with respect to the 246,000 Sub-Shares with FAE.

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(c) Schedule II, attached hereto, describes all transactions by FAEH and FAE, and to the best knowledge of FAEH and FAE, any of the persons listed on Schedule I, in Sub-Shares effected during the past 60 days.

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SIGNATURE

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

Dated: October 12, 1995

BY: Michael S. Paquette

Name: Michael S. Paquette
Title: Vice President and
Controller

FUND AMERICAN ENTERPRISES, INC.

BY: Terry L. Baxter

Name: Terry L. Baxter
Title: President and Secretary

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SCHEDULE II TO SCHEDULE 13D

Sales of Sub-Share Certificates in Certificates of Proprietary
Interest of Texas Pacific Land Trust by the Reporting Persons and by persons
listed in Schedule I within the last 60 days.

<TABLE>
<CAPTION>

Sold by -----	Date ----	Number Sold -----	Unit Price -----
<S>	<C>	<C>	<C>
FAE	8/30/95	6,500	28.461
FAE	8/31/95	8,200	28.254
FAE	9/01/95	5,900	28.303
FAE	9/05/95	8,500	28.073
FAE	9/07/95	1,100	27.511
FAE	9/08/95	1,800	27.555
FAE	9/11/95	4,100	27.110
FAE	9/13/95	4,000	27.000
FAE	9/18/95	3,700	27.000
FAE	9/19/95	1,000	27.000
FAE	9/20/95	4,300	27.471
FAE	9/21/95	4,300	27.471
FAE	9/25/95	1,000	27.500
FAE	9/26/95	1,400	27.500
FAE	9/29/95	5,000	27.000
FAE	10/04/95	3,300	27.000

</TABLE>

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