

PXP

Winston M. Talbert
Executive Vice President and
Chief Financial Officer

February 23, 2007

Ms. Nancy M. Morris
Secretary
U.S. Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549-1090

Office of the Secretary
Public Company Accounting Oversight Board
1666 K Street, NW
Washington, DC 20006-2803

RE: File Number S7-24-06 Proposed Interpretive Guidance – Management’s Report on Internal Control Over Financial Reporting; PCAOB Rulemaking Docket Matter No. 21 – *An Audit of Internal Control Over Financial Reporting that is Integrated with an Audit of Financial Statements and Related Other Proposals*, PCAOB Release No. 2006-007

Dear Ms. Morris and Office of the Secretary:

Plains Exploration & Production Company (“PXP”) supports the Securities and Exchange Commission’s proposed guidance and the Public Company Accounting Oversight Board’s proposed auditing standard referenced above. These actions further align the efforts of management and their external auditors to achieve the goals of Section 404 of the Sarbanes-Oxley Act of 2002. We believe that the introduction of a more “top-down, risk-based approach”¹ to the evaluation of internal controls over financial reporting will enable companies such as ours to allocate their audit and accounting resources in a more efficient manner.

PXP endeavors to maintain the highest standard of ethical conduct in all of our activities, and it is our policy to fully and fairly disclose our financial condition to our stockholders and other stakeholders. We believe that Section 404, while sometimes misapplied in terms of scope and detail, has served to help restore faith and credibility in the domestic capital markets and provided investors with comfort in making investment decisions. We expect that an emphasis on risk assessment will place companies and their auditors on common ground in determining the extent of testing necessary and level of detail required to support an effective internal control environment. Given a model that is scalable to the specific industry and issues of the registrant, Section 404 can achieve its

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potential of providing assurance to investors while effectively balancing the costs and the benefits of management's evaluation of internal controls.

We appreciate the opportunity to provide feedback on these proposals and would welcome the opportunity to provide further information or answer any questions.

Sincerely,



Winston M. Talbert
Chief Financial Officer

¹ Management's Report on Internal Control Over Financial Reporting, Release Nos. 33-8762; 34-54976; File No. S7-24-06, 17 (December 20, 2006)