

Pricing Supplement No. 3
 Dated February 8, 2000
 PROSPECTUS SUPPLEMENT dated
 August 3, 1999 to PROSPECTUS
 dated July 20, 1999.

This Prospectus Supplement is
 filed pursuant to Rule 424(b)(2)
 under Registration Statement
 Nos.333-82893 and 333-82893-01

Cusip No. 88168L DU 7

TEXACO CAPITAL INC.
 SECOND SERIES 1999
 MEDIUM-TERM NOTES
 Guaranteed by
 Texaco Inc.

Notes Mature More Than 9 Months From Date of Issue

Principal Amount:	\$500,000,000.00	Maturity Date:	February 12, 2001
Specified Currency:	U.S. Dollar	Extendible:	No
Fixed Rate Note:	Yes	Final Maturity Date:	N/A
Interest Rate:	6.65%	Issue Price:	100%
		Record Date:	15 calendar days prior to Interest Payment Date
		Interest Payment Date:	On the Maturity Date
		Original Issue Date:	February 11, 2000
Denominations:	Minimum denominations of \$1,000 and increments of \$1,000 thereafter.	Book-Entry Note:	Yes
Zero-Coupon Note:	No	Certificated Note:	No
		Redemption Provisions:	None
Floating Rate Note:	No	Repayment Provisions:	No
Base Rate:	N/A	Currency Indexed Note:	No
- CD Rate:	N/A	- Denominated Currency:	N/A
- Commercial Paper Rate:	N/A	- Indexed Currency:	N/A
- Federal Funds Rate:	N/A	- Face Amount:	N/A
- LIBOR:	N/A	- Base Exchange Rate:	N/A
- Treasury Rate:	N/A	- Calculation Agent:	N/A
- Other:	N/A	- Reference Dealer:	N/A
Initial Interest Rate:	N/A	Commodity Indexed Notes:	No
Interest Reset Period:	N/A	Other Terms:	No
Interest Reset Dates:	N/A		
Interest Determination Dates:	N/A		
Interest Payment Period:	N/A		
Interest Payment Dates:	N/A		
Index Maturity:	N/A		
Maximum Interest Rate:	N/A		
Minimum Interest Rate:	N/A		
Spread:	N/A		
Spread Multiplier:	N/A		
Issuer Able to Change Spread or Spread Multiplier:	N/A		

Name of Agent

 Morgan Stanley & Co.