

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR (g) OF THE  
SECURITIES EXCHANGE ACT OF 1934

TEXACO CAPITAL LLC ----- (Exact name of registrant as specified in its charter)	TEXACO INC. ----- (Exact name of guarantor as specified in its charter)
Turks and Caicos Islands ----- (State of incorporation or organization)	Delaware ----- (State of incorporation or organization)
98-0136600 ----- (IRS Employer Identification Number)	74-1383447 ----- (IRS Employer Identification Number)
c/o Texaco Inc. 2000 Westchester Avenue White Plains, NY 10650 ----- (Address of principal executive offices)	2000 Westchester Avenue White Plains, New York 10650 ----- (Address of principal executive offices)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered -----	Name of each exchange on which each class of stock is to be registered
Cumulative Adjustable Rate Monthly Income Preferred Shares, Series B, Liquidation Preference \$25 per share	New York Stock Exchange
Backup Undertakings of Guarantor	New York Stock Exchange

Securities to be registered pursuant to Section 12(g) of the Act:

NONE  
(Title of Class)

Item 1. Description of Registrant's Securities to be Registered.

For a full description of the up to 5,175,000 shares of the \$25 per share Cumulative Adjustable Rate Monthly Income Preferred Shares, Series B (the "Shares") and the Backup Undertakings being registered hereby, reference is made to the information contained under the caption "Certain Terms of the Series B Preferred Shares" in the Prospectus Supplement dated June 8, 1994, and the information contained under the caption "Description of the Guarantee" in the Prospectus dated October 21, 1993. The Prospectus and Prospectus Supplement form a part of the Registrant's Registration Statement (Nos. 33-50553 and 50553-01) on Form S-3 filed with the Securities and Exchange Commission on October 8, 1993, under the Securities Act of 1933, as amended, which Registration Statement was amended by Amendment No. 1 to Form S-3 Registration Statement dated and filed with the Securities and Exchange Commission on October 18, 1993, and declared effective on October 18, 1993. The information contained in the foregoing Registration Statement, as amended, Prospectus and Prospectus Supplement is incorporated herein by reference.

Item 2. Exhibits.

1. The following documents, which define the rights of holders of the Shares, filed by Texaco Inc. with the Securities and Exchange Commission (File No. 1-27) pursuant to Sections 13 or 15(d) of the Securities Exchange Act of 1934, are incorporated by reference herein:

1.1. Registrant's Certification of Designation, which created the Shares, filed as Exhibit 4.1 to Texaco Inc.'s Current Report on Form 8-K dated June 10, 1994, filed with the Securities and Exchange Commission on June 10, 1994 (date of earliest event reported: June 8, 1994).

1.2. Payment and Guarantee Agreement, which defines Texaco Inc.'s obligations to the holders of the Shares under its Backup Undertakings, filed as Exhibit 4.2 to Texaco Inc.'s Current Report on Form 8-K dated June 10, 1994, filed with the Securities and Exchange Commission on June 10, 1994 (date of earliest event reported: June 8, 1994).

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, Texaco Capital LLC and Texaco Inc. have duly caused this Registration Statement to be signed on their behalf by the undersigned, thereto duly authorized.

TEXACO CAPITAL LLC  
(Registrant)  
By Texaco Inc., as Manager

By: R.E. Koch  
-----  
(Assistant Secretary)

TEXACO INC.  
(Guarantor)

By: R.E. Koch  
-----  
(Assistant Secretary)

Dated: June 10, 1994