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

FORM 8-K

CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): May 18, 2006

ENTERPRISE PRODUCTS PARTNERS L.P.

(Exact Name of Registrant as Specified in Its Charter)

Delaware	**1-14323**	**76-0568219**
(State or Other Jurisdiction of Incorporation or Organization)	(Commission File Number)	(I.R.S. Employer Identification No.)

2727 North Loop West, Houston, Texas	**77008**
(Address of Principal Executive Offices)	(Zip Code)

(713) 880-6500
(Registrant’s Telephone Number, including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01. *Regulation FD Disclosure.*

In accordance with General Instruction B.2 of Form 8-K, the following information shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended.

On May 18, 2006, Robert G. Phillips, President and Chief Executive Officer of Enterprise Products GP, LLC, the general partner of Enterprise Products Partners L.P., gave a presentation to investors and analysts regarding the growth strategies, capital projects and recent financial performance of Enterprise Products Partners L.P. Enterprise Products Partners L.P. is a North American midstream energy company that provides a wide range of services to producers and consumers of natural gas, natural gas liquids (“NGLs”), and crude oil. In addition, Enterprise Products Partners L.P. is an industry leader in the development of pipeline and other midstream assets in the continental United States and Gulf of Mexico.

A copy of the presentation is filed as Exhibit 99.1 to this Current Report on Form 8-K. In addition, interested parties will be able to view the presentation by visiting Enterprise Products Partners L.P.’s website, www.epplp.com. The presentation will be archived on its website for 90 days.

Unless the context requires otherwise, references to “we,” “our,” “EPD,” or “the Company” within the presentation or this Current Report on Form 8-K shall mean Enterprise Products Partners L.P. and its consolidated subsidiaries. References to “EPE” shall mean Enterprise GP Holdings L.P., which is the sole member of Enterprise Products GP, LLC. EPE and its general partner and the Company and its general partner are under common control of Dan L. Duncan, the Chairman and controlling shareholder of EPCO, Inc. (“EPCO”). Mr. Duncan is the primary sponsor of the Company’s activities.

Use of industry terms and other abbreviations in presentation

As used within the presentation, the following industry terms and other abbreviations have the following meanings:

Bcf	Billion cubic feet
Bcf/d	Billion cubic feet per day
CAGR	Compound Annual Growth Rate
EBITDA	Earnings before interest, taxes, depreciation and amortization
GOM	Gulf of Mexico
GP	General partner
IDR	Incentive distribution rights
LP	Limited partner
MAPL	Mid-America Pipeline System, an NGL pipeline system wholly-owned by the Company
MBPD	Thousand barrels per day
MLP	Master limited partnership
MMBbls	Million barrels
MMcf/d	Million cubic feet per day
MTBV	Mont Belvieu, Texas
NGL	Natural gas liquid
NYSE	New York Stock Exchange
Tcf	Trillion cubic feet

Use of Non-GAAP financial measures

Our presentation includes references to the non-generally accepted accounting principle (“non-GAAP”) financial measures of gross operating margin and EBITDA. To the extent appropriate, this Current Report on Form 8-K provides reconciliations of these non-GAAP financial measures to their most directly comparable historical financial measure calculated and presented in accordance with accounting principles generally accepted in the United States of America (“GAAP”). Our non-GAAP financial measures should not be considered as alternatives to GAAP measures such as net income, operating income, net cash provided by operating activities or any other GAAP measure of liquidity or financial performance.

Gross operating margin. The presentation includes references to total segment gross operating margin for the first quarter of 2006. On a consolidated basis, we evaluate segment performance based on gross operating margin. Gross operating margin (either in total for all segments or by individual segment) is an important performance measure of the core profitability of our overall operations. This measure forms the basis of our internal financial reporting and is used by senior management in deciding how to allocate capital resources among business segments. We believe that investors benefit from having access to the same financial measures that our management uses in evaluating segment results. The GAAP measure most directly comparable to total segment gross operating margin is operating income.

We define total segment gross operating margin as operating income before: (i) depreciation, amortization and accretion expense; (ii) operating lease expenses for which we do not have the payment obligation; (iii) gains and losses on the sale of assets; and (iv) general and administrative expenses. Total segment gross operating margin is exclusive of other income and expense transactions, provision for income taxes, minority interest, cumulative effect of changes in accounting principles and extraordinary charges. Gross operating margin by segment is calculated by subtracting segment operating costs and expenses (net of the adjustments noted above) from segment revenues, with both segment totals before the elimination of intercompany transactions. In accordance with GAAP, intercompany accounts and transactions are eliminated in consolidation. Our non-GAAP financial measure of total segment gross operating margin should not be considered as an alternative to GAAP operating income.

We include earnings from equity method unconsolidated affiliates in our measurement of total segment gross operating margin. Our equity investments with industry partners are a vital component of our business strategy. They are a means by which we conduct our operations to align our interests with those of our customers, which may be a supplier of raw materials or a consumer of finished products. This method of operation also enables us to achieve favorable economies of scale relative to the level of investment and business risk assumed versus what we could accomplish on a stand-alone basis. Many of these businesses perform supporting or complementary roles to our other business operations. As circumstances dictate, we may increase our ownership interest in equity investments, which could result in their subsequent consolidation into our operations.

The following table presents our reconciliation of non-GAAP total segment gross operating margin for the first quarter of 2006 to GAAP operating income for the same period (dollars in thousands).

Non-GAAP total segment gross operating margin for first quarter of 2006	$ 312,523
Adjustments to reconcile non-GAAP total segment gross operating margin to GAAP operating income:	
Depreciation, amortization and accretion in operating costs and expenses	(104,816)
Retained lease expense, net in operating costs and expenses	(528)
Gain (loss) on sale of assets in operating costs and expenses	61
General and administrative costs	(13,740)
GAAP consolidated operating income for first quarter of 2006	$ 193,500

Our presentation also includes forecasts of annual gross operating margin amounts from groups of selected growth capital projects. When used in the context of capital projects, gross operating margin amounts provide us with an indication of the profitability of a project. We believe that investors benefit from having access to the same financial measures that our management uses in evaluating projects.

For those assets that we own and consolidate, we define project gross operating margin as project operating income before depreciation and amortization expense and any allocation of indirect costs and expenses. Project gross operating margin is exclusive of other income and expense transactions, provision for income taxes, minority interest, cumulative effect of changes in accounting principles and extraordinary charges. Project gross operating margin is calculated by subtracting direct project operating costs and expenses (net of the adjustments noted above) from project revenues, with both project totals before the elimination of intercompany transactions. For those assets in which we own an equity interest through a joint venture arrangement, we define project gross operating margin as our share of the earnings from such investment.

Since project gross operating margin is usually specific to a single asset, it should not be considered as an alternative to consolidated GAAP operating income, which includes all of our operations. In addition, since we do not prepare GAAP financial forecasts at the project level, we are not able to provide reconciliations between project-specific gross operating margin amounts and consolidated operating income, which includes all aspects of our operations.

EBITDA. Our presentation includes a reference to consolidated EBITDA for the first quarter of 2006. We define EBITDA as net income or loss plus interest expense, provision for income taxes and depreciation, amortization and accretion expense. EBITDA is commonly used as a supplemental financial measure by management and by external users of our financial statements, such as investors, commercial banks, research analysts and rating agencies, to assess: (i) the financial performance of our assets without regard to financing methods, capital structures or historical cost basis; (ii) the ability of our assets to generate cash sufficient to pay interest cost and support our indebtedness; (iii) our operating performance and return on capital as compared to those of other companies in the midstream energy industry, without regard to financing and capital structure; and (iv) the viability of projects and the overall rates of return on alternative investment opportunities.

The GAAP measure most directly comparable to EBITDA is net cash provided by operating activities. Because EBITDA excludes some, but not all, items that affect net income or loss and because these measures may vary among other companies, our EBITDA-related financial ratios may not be comparable to similarly titled measures of other companies.

The following table presents our reconciliation of non-GAAP EBITDA for the first quarter of 2006 to GAAP net cash provided by operating activities (dollars in thousands).

Net income for first quarter of 2006	$ 133,777
Additions to net income to derive EBITDA:	
Interest expense (including related amortization)	58,077
Provision for taxes	2,892
Depreciation, amortization and accretion in costs and expenses	106,317
EBITDA for first quarter of 2006	301,063
Adjustments to EBITDA to derive cash provided by operating activities (add or subtract as indicated by sign of number):	
Interest expense	(58,077)
Provision for income taxes	(2,892)
Cumulative effect of change in accounting principle	(1,475)
Equity in income of unconsolidated affiliates	(4,029)
Amortization in interest expense	250
Deferred income tax expense	1,487
Distributions received from unconsolidated affiliates	8,253
Operating lease expense paid by EPCO	528
Minority interest	2,198
Gain on sale of assets	(61)
Changes in fair market value of financial instruments	(53)
Net effect of changes in operating accounts	247,084
Net cash provided by operating activities for first quarter of 2006	$ 494,276

Use of capital project financial forecast data

As noted previously, our presentation includes forecasts of annual gross operating margin amounts from groups of selected growth capital projects. Such forecasts are based upon key assumptions that we and our general partner, Enterprise Products GP, LLC, believe are reasonable; however, neither we nor our general partner can give you any assurances that such expectations will prove to be correct. You should not put undue reliance on any such forward-looking statements. Our forecasts of annual gross operating margin from such projects are subject to a variety of risks, uncertainties and assumptions. If one or more of these risks or uncertainties materialize, or if underlying assumptions prove incorrect, our actual results may vary materially from those anticipated, estimated, projected or expected.

The key assumptions underlying our forecasts of gross operating margin from such projects are: (i) throughput and processing volumes from producers and other customers will materialize in the amounts and during the periods we estimate; (ii) construction and operation of the underlying assets will not be significantly hampered by weather delays or other natural and economic forces; (iii) costs to construct and operate the underlying assets will be within expected ranges of tolerance; and (iv) project revenues will be realized on a timely basis.

We do not intend, and have no obligation, to publicly update or revise any forward-looking statement such as our forecast of annual gross operating margins from such projects, whether as a result of new information, future events or otherwise.

Item 9.01. *Financial Statements and Exhibits.*

(a) Financial statements of businesses acquired.

Not applicable.

(b) Pro forma financial information.

Not applicable.

(c) Exhibits.

Exhibit No.	Description
99.1	Enterprise Products Partners L.P. Investor Presentation, May 18, 2006.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ENTERPRISE PRODUCTS PARTNERS L.P.

By: Enterprise Products GP, LLC, as general partner

Date: May 18, 2006

By: ___/s/ Michael J. Knesek__________
Michael J. Knesek
Senior Vice President, Controller
and Principal Accounting Officer
of Enterprise Products GP, LLC

PRESENTATION

Enterprise Products Partners L.P.

RBC Dain Rauscher
Luncheon Meeting
May 18, 2006

Robert G. Phillips
President & CEO

Forward Looking Statements

This presentation contains forward-looking statements and information that are based on Enterprise's beliefs and those of its general partner, as well as assumptions made by and information currently available to them. When used in this presentation, words such as "anticipate," "project," "expect," "plan," "goal," "forecast," "intend," "could," "believe," "may," and similar expressions and statements regarding the contemplated transaction and the plans and objectives of Enterprise for future operations, are intended to identify forward-looking statements.

Although Enterprise and its general partner believe that such expectations reflected in such forward looking statements are reasonable, neither it nor its general partner can give assurances that such expectations will prove to be correct. Such statements are subject to a variety of risks, uncertainties and assumptions. If one or more of these risks or uncertainties materialize, or if underlying assumptions prove incorrect, actual results may vary materially from those Enterprise anticipated, estimated, projected or expected. Among the key risk factors that may have a direct bearing on Enterprise's results of operations and financial condition are:

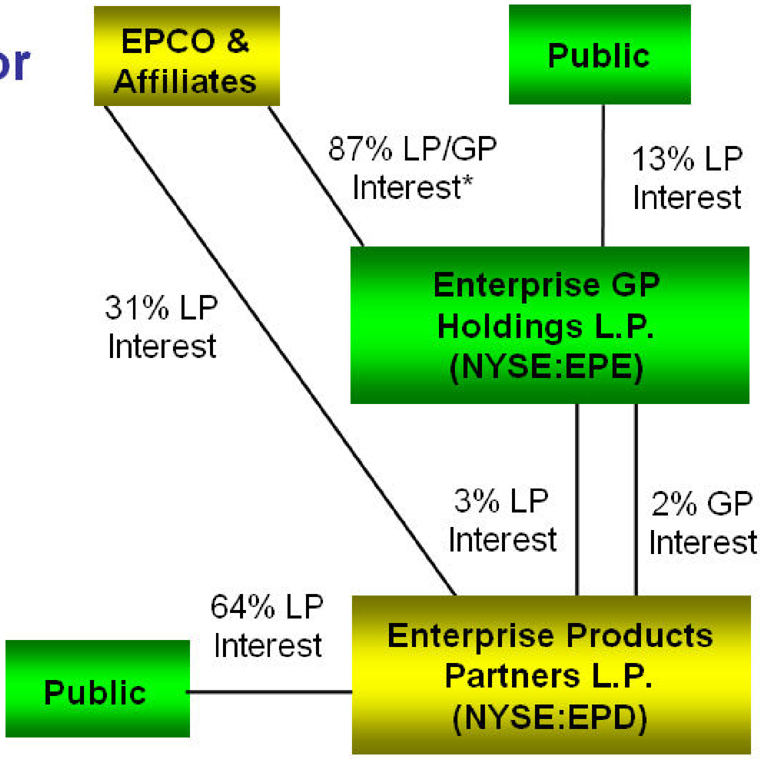
- Fluctuations in oil, natural gas and NGL prices and production due to weather and other natural and economic forces;
- A reduction in demand for its products by the petrochemical, refining or heating industries;
- The effects of its debt level on its future financial and operating flexibility;
- A decline in the volumes of NGLs delivered by its facilities;
- The failure of its credit risk management efforts to adequately protect it against customer non-payment;
- Terrorist attacks aimed at its facilities;
- The failure to successfully integrate any future acquisitions; and
- The failure to successfully integrate its operations with assets or companies, if any that it may acquire in the future.

Enterprise has no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise.

Unique Ownership Structure

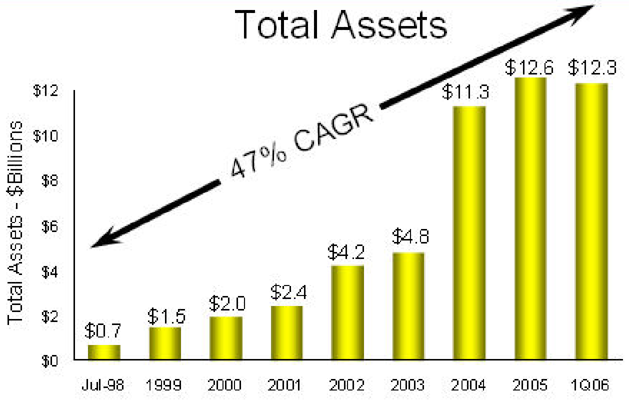
Largest % ownership by management in MLP sector

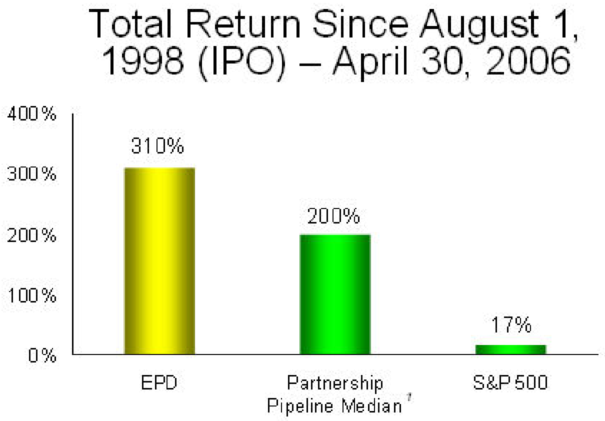
- Value of interests in EPD and EPE of $6.4 billion
- Chairman and co-founder of EPD gets no compensation from EPD
- Sponsor has long-term investment horizon
- Sponsor has consistently been supportive of growth in EPD



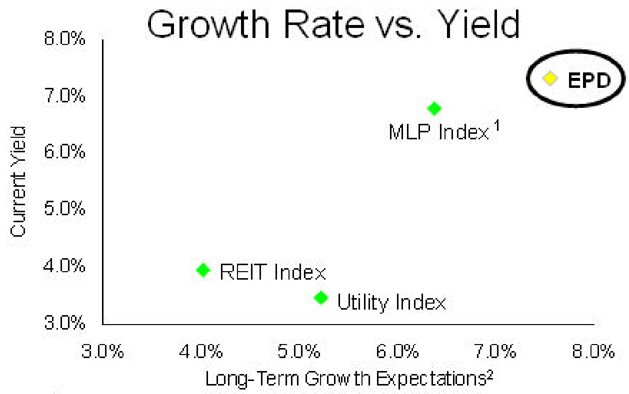
* Includes the 2% limited partner ownership interest of EPE Unit L.P. (Employee Partnership).

Proven Growth, Superior Returns





Note: Assumes quarterly distributions reinvested.
1 Includes BPL, EEP, ETP, KMP, MMP, NBP, PAA and TPP



1 Includes BPL, EEP, ETP, KMP, MMP, NBP, PAA and TPP.
2 Based on Wall Street research estimates for distribution growth for MLPs and REITs and earnings growth for the Utility Index.

First Quarter 2006 Recap

- Delivered record gross operating margin of $313 million and EBITDA of $301 million
- Revenue and operating income increased by 27% and 17%, respectively from first quarter 2005
- Strong contributions from NGL pipelines, onshore natural gas pipelines and storage, and our petrochemical services business
  - Offshore assets continued to be impacted by reduced throughput from last year's hurricanes; offset by onshore assets benefiting from higher volumes and stronger margins
- Increased cash distributions to unitholders by 9% over the first quarter 2005 distribution; provided 1.1x coverage
  - Current quarterly rate is $0.445/unit; $1.78/unit annualized

First Quarter 2006 Recap (Con't)

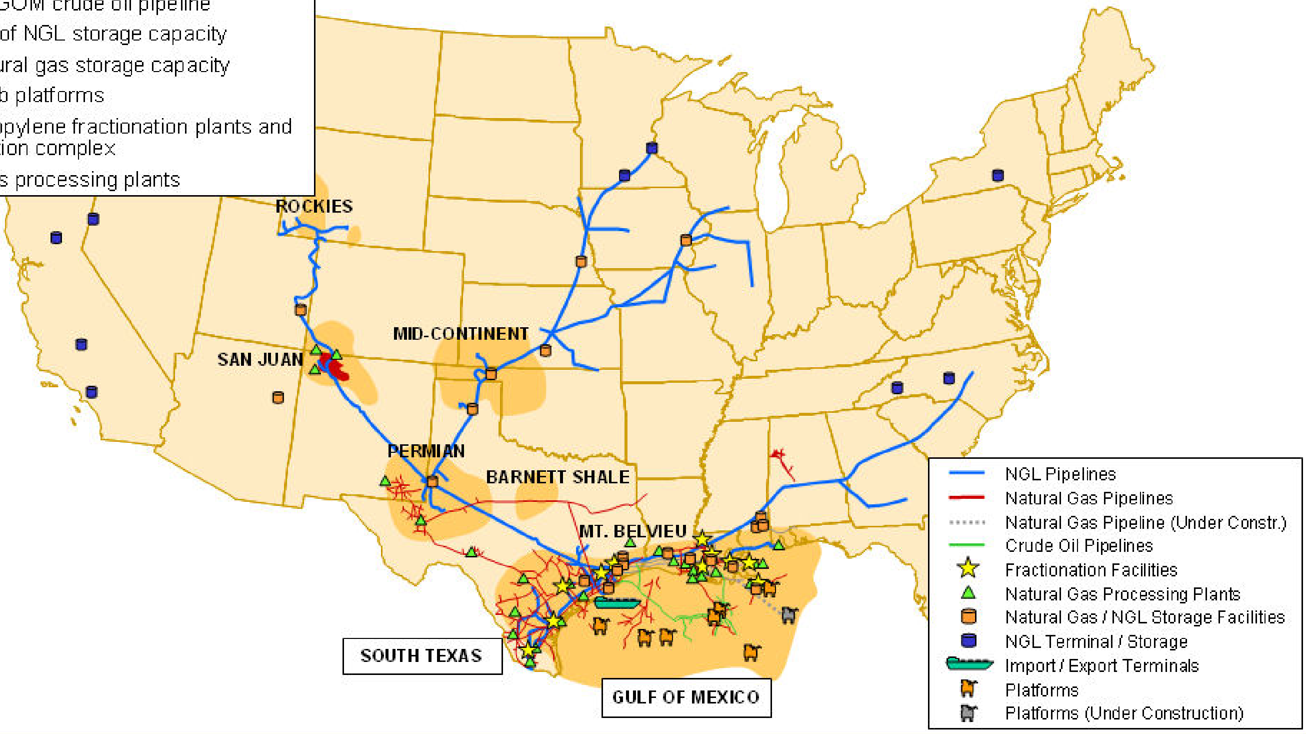
- Made substantial progress on our organic growth projects
  - Constitution pipelines completed ahead of schedule
  - Completed San Juan optimization project
  - Completed expansion of NGL fractionator at MTBV
  - Expanded scope of Independence Hub & Trail project to 1 Bcf/d
  - Announced expansion of our propylene splitter at MTBV
  - Announced new processing plants in Jonah/Pinedale fields and Piceance Basin that extend NGL value chain in the Rockies

Premier Network of Midstream Energy Assets

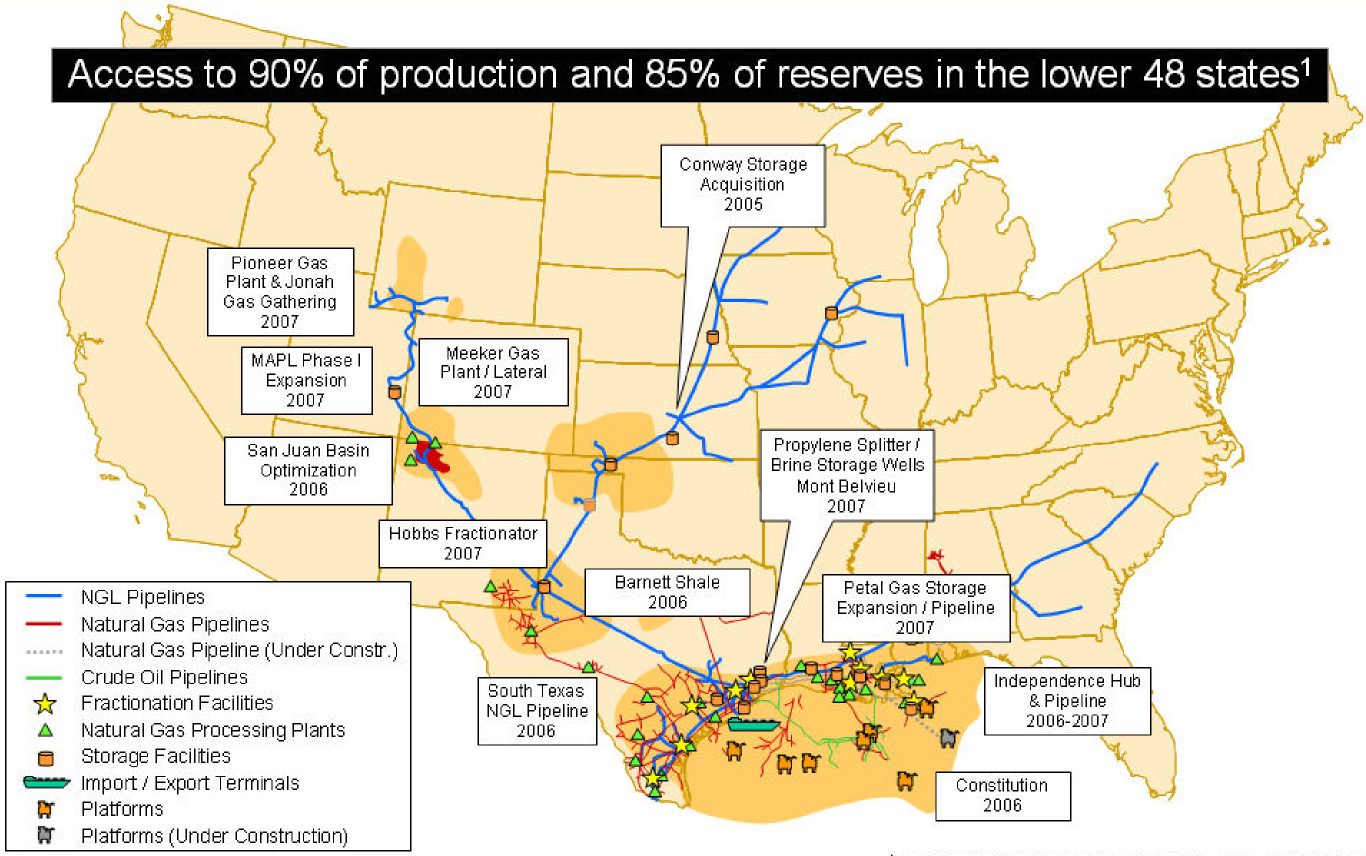
Key Assets of Enterprise Products Partners

- 18,406 miles of natural gas pipeline
- 13,499 miles of NGL & petrochemical pipeline
- 871 miles of GOM crude oil pipeline
- 148 MMBbls of NGL storage capacity
- 25 Bcf of natural gas storage capacity
- 7 offshore hub platforms
- 16 NGL & propylene fractionation plants and an isomerization complex
- 25 natural gas processing plants

Strong business positions in key regions



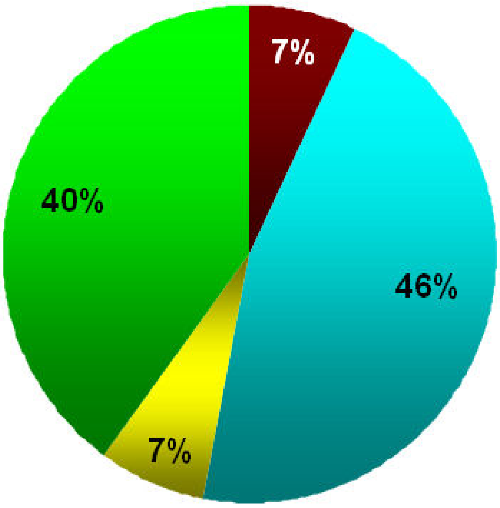
Access to Supply Growth Drives Expansion Strategies



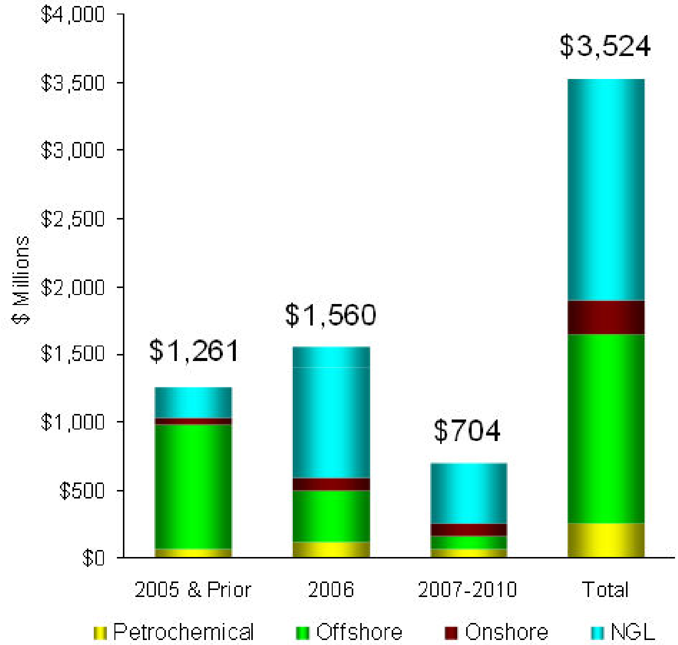
[1] Source: U.S. Department of Energy – EIA, September 2005

Major Growth Projects Overview[1]

Diversified Portfolio of Capital Projects

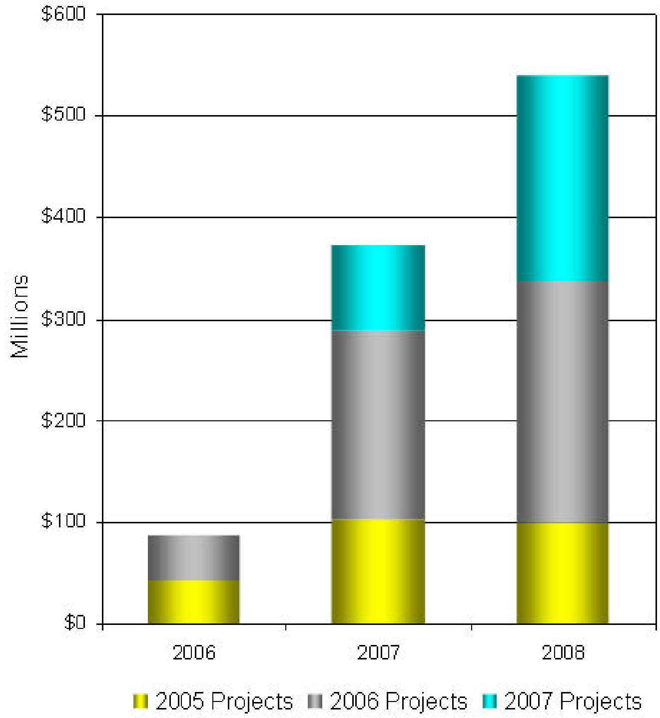


Capital Spending by Year



[1] This summary includes selected major growth capital projects which were completed in 2004 or 2005 and projects currently under construction or development.

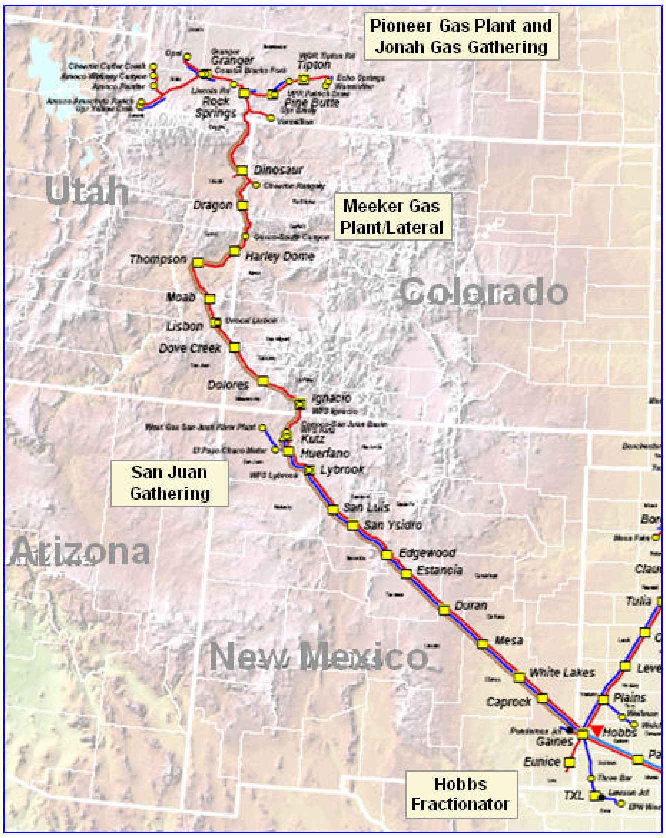
Gross Operating Margin Potential
Major Growth Projects[1]



- 2006 is a bridge year in this construction cycle
- Increase in gross operating margin is compared to a 2005 base
- Does not account for potential additional organic growth projects or acquisitions

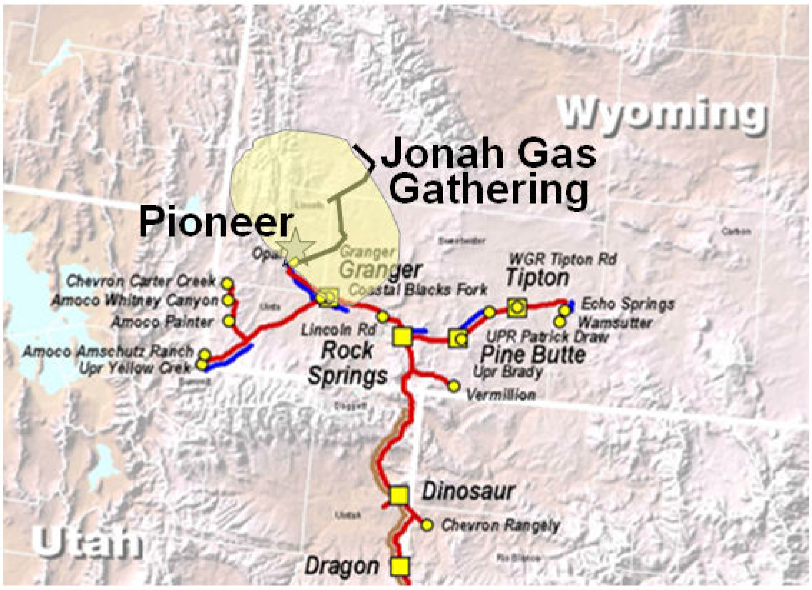
[1] This summary includes selected major growth capital projects which were completed in 2004 or 2005 and projects currently under construction or development.

Western U.S. Growth Strategy
Rocky Mountain Expansion Projects



- EPD will benefit from natural gas and NGL production growth from Rockies
- New investments include:
  - Pioneer Processing Plant
  - Jonah Gathering JV
  - Meeker Processing Plant
  - 50 MBPD expansion of Mid-America Pipeline (“MAPL”)
  - 75 MBPD Hobbs NGL fractionator

Western U.S. Growth Strategy
Jonah and Pinedale Fields Growth



- Jonah / Pinedale cumulative production – 2.1 Tcf with 30 Tcf ultimate recoverable reserves[1]
- Production expected to grow from 1.2 to 3.5 Bcf/d (2005 – 2012)[1]
- Next Jonah Gas Gathering expansion underway to increase system capacity to 2 Bcf/d and reduce wellhead pressure
- Executed long-term contract with EnCana to process current and future volumes
- Pioneer Plant Phase I – 650 MMcf/d to produce 30 MBPD of NGLs by 3Q07

[1] Based on PIRA estimates

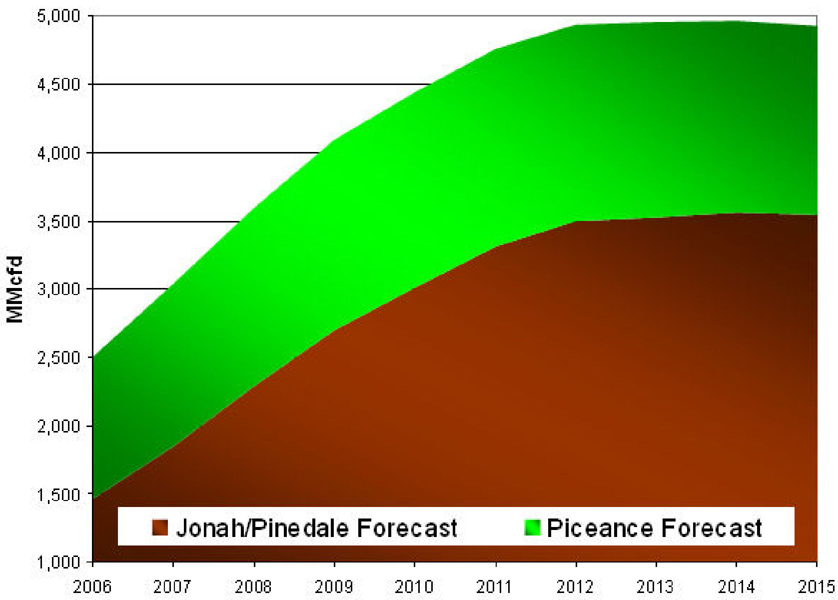
Western U.S. Growth Strategy
Piceance Basin Processing Plant

- Piceance Basin is a prolific unconventional gas play with volume growth of 20% per year
  - Production expected to grow from 0.9 to 1.4 Bcf/d (2005 – 2012)[1]
- Executed long-term contract with EnCana to process up to 1.3 Bcf/d of natural gas
- Meeker Plant Phase I – 750 MMcf/d to produce up to 35 MBPD of NGLs
- Plant and 50-mile lateral to MAPL completed by 2Q07

[1] Based on PIRA estimates

Western U.S. Growth Strategy

Expected Natural Gas Volume Growth in Rockies

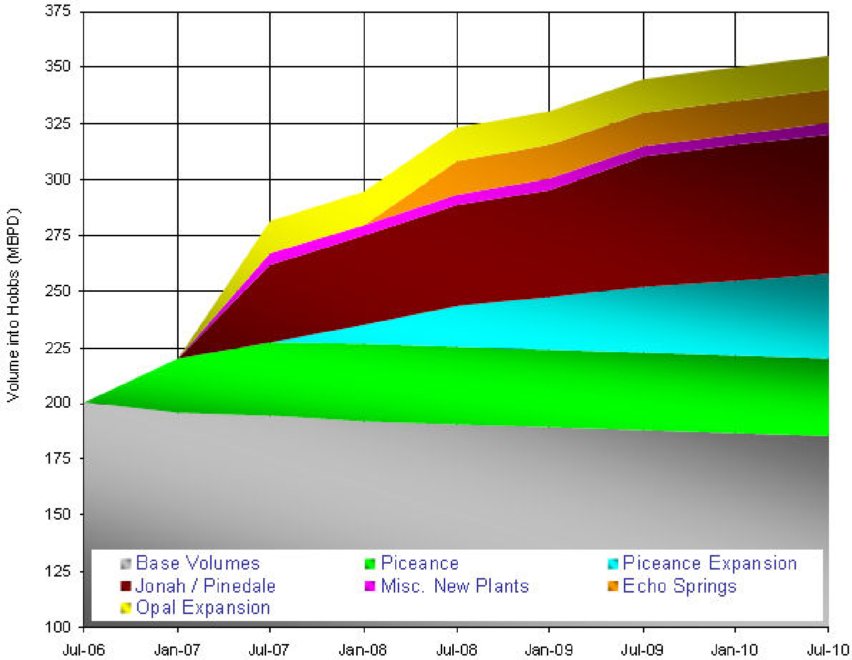


- Between 2005 and 2010 industry experts expect natural gas production from the Rockies to increase by 33%, or 2.4 Bcf/d
  - 7.3 – 9.7 Bcf/d
- Basins characterized by low producer finding costs, long-lived reserves and limited midstream infrastructure

Source: PIRA

Western U.S. Growth Strategy

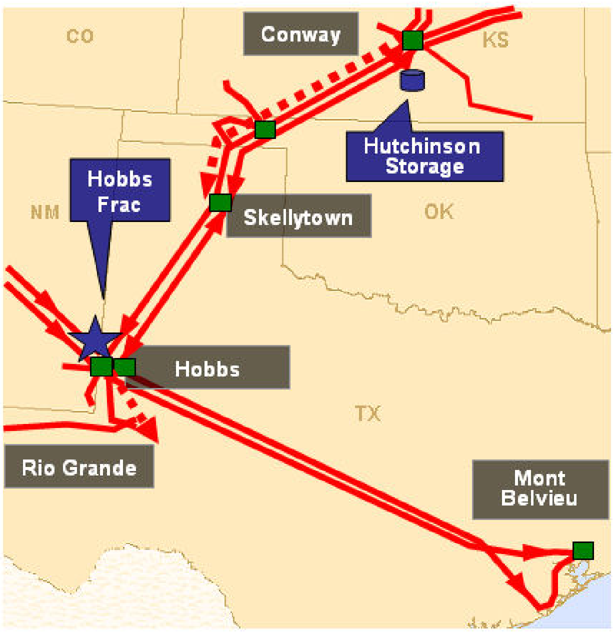
Expected NGL Volume Growth in Rockies[1]



[1] Based on company estimates.

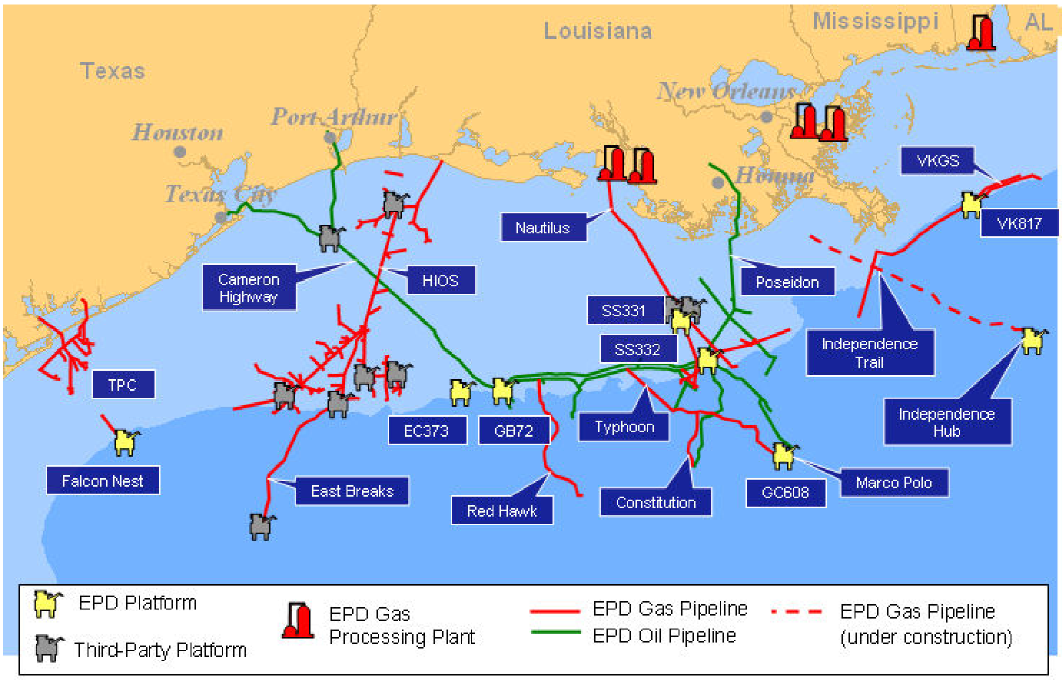
- MAPL Rocky Mountain leg flowed at 90%+ of 225 MBPD capacity in 2005
- MAPL Phase I 50 MBPD expansion under construction
- Project expected to be completed mid-2007

Western U.S. Growth Strategy
Fractionation Expansion – Hobbs



- EPD controlled NGL fractionation volumes consistently exceeded EPD's 210 MBPD capacity at Mont Belvieu in 2005 requiring offloads to 3rd parties
- MTBV West Texas II fractionation expansion
  (15 MBPD) operational in April 2006
- 75 MBPD Hobbs fractionator located on the interconnect between MAPL and Seminole
  - Supported by increased Rockies / San Juan / Conway NGL volumes from Phase I MAPL Expansion
  - Supports increased demand for local, Conway and Western U.S. markets
  - Operational in mid-2007
- Related Projects
  - Conway storage acquisition – 3Q05
  - 48 MBPD expansion of MAPL Central System – 4Q06

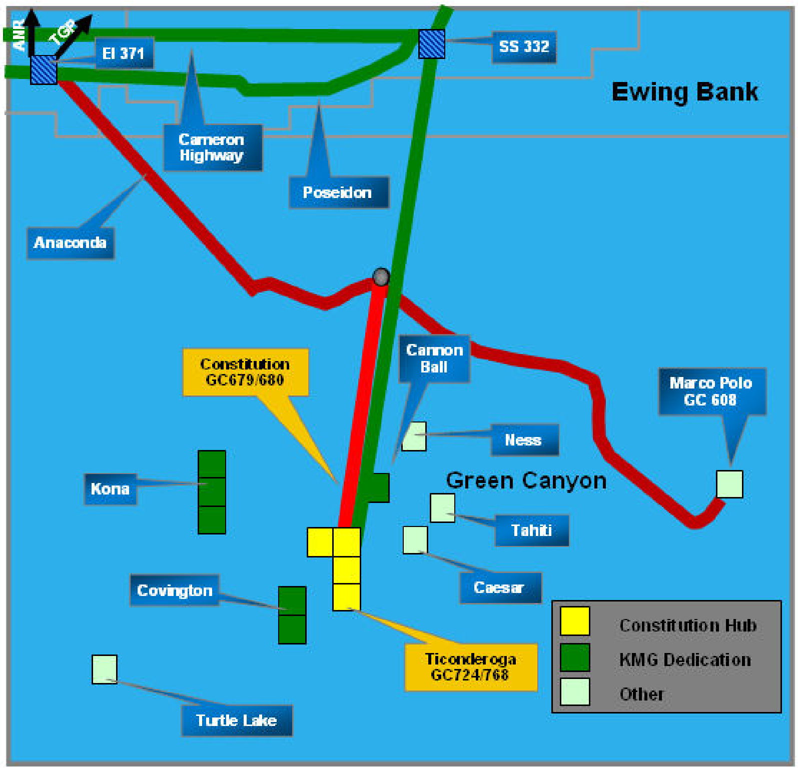
Deepwater GOM Growth Strategy
Enterprise Gulf of Mexico Assets



- Active in the Gulf of Mexico since 1993
- Integrated pipeline and platform network covers major corridors with active developments
- New projects supported by substantial reserve and fixed fee commitments
- Hurricanes delay production ramp-up to 2006–07

Deepwater GOM Growth Strategy

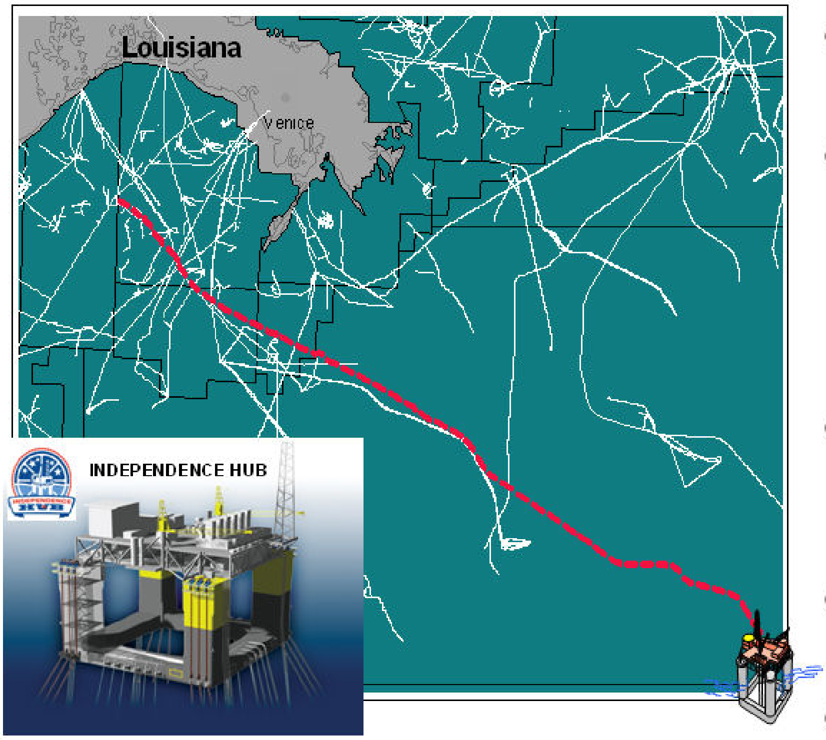
Constitution Oil & Gas Pipelines



- Owner / Operator – EPD
- First production – February 15, 2006 (ahead of schedule)
- Currently producing 20 MBPD and 10 MMcf/d from 2 wells at Ticonderoga
- Feeds downstream Anaconda, Cameron Highway and Poseidon pipelines
- Potential processing, transportation and fractionation opportunities at EPD onshore facilities
- Several new developments planned in the area of the Constitution platform

Deepwater GOM Growth Strategy

Independence Hub Platform & Trail Pipeline



- Hub (80% Enterprise) / Pipeline (100% Enterprise)
- Expanded Hub and Pipeline to 1 Bcf/d capacity
  - Three additional discoveries since project was sanctioned
- Producers – Anadarko, Kerr-McGee, Dominion, Spinnaker, Devon
- New 134-mile 24” gas pipeline
- 85% costs locked-in

Deepwater GOM Growth Strategy
Independence Construction Update

- April 14 / July 2006 – Pipelay installation, SCR complete
- April 23 / May 2006 – Suction pile installation
- May 9 / June 2006 – Hull enroute from Singapore
- Topside fabrication ~95% complete
- July / Oct 2006 – Integration & pre-commissioning of topside & hull
- Oct / Dec 2006 – Platform installation and commissioning
- Dec 2006 / Feb 2007 – Pipeline commissioning
- March 2007 – Mechanical completion
- April / May 2007 – First production

EPD's Organic Growth and Lower Cost of Capital Drives Cash Flow Accretion

- "Cash is King" in the partnership sector
  - Cash flow generated by a new investment supports long-term cost of capital to fund the acquisition plus provides accretion for existing LP units outstanding
- Many analysts/investors focus only on the current cash cost of equity capital which ignores the cost of future distribution increases including distributions to the GP through incentive distribution rights (IDRs)
- Recent acquisitions of mature assets at EBITDA multiples of 10x and greater may provide accretion in near term, but may result in dilution in future years as LP & GP distributions increase
- EPD's combination of higher returns associated with organic growth projects and 25% cap on GP IDRs should provide enduring accretion versus partnerships with lower returning acquisitions and 50% GP IDRs

Key Investment Considerations

- Leading business positions across the midstream energy sector with strategically located assets that access the most prolific supply basins and largest consuming regions of the U.S.
- One of the strongest organic growth profiles in the industry
- Lower cost of capital than many of our competitors
- Increasing cash distributions leading to attractive returns
- GP / Management’s interests aligned with limited partners through peer-leading ownership position

Enterprise Products Partners L.P.

Questions and Answers

Non-GAAP Reconciliations

The following table presents our reconciliation of non-GAAP total segment gross operating margin for the first quarter of 2006 to GAAP operating income for the same period (dollars in thousands).

Non-GAAP total segment gross operating margin for first quarter of 2006	$	312,523
Adjustments to reconcile non-GAAP total segment gross operating margin to GAAP operating income:		
Depreciation, amortization and accretion in operating costs and expenses		(104,816)
Retained lease expense, net in operating costs and expenses		(528)
Gain (loss) on sale of assets in operating costs and expenses		61
General and administrative costs		(13,740)
GAAP consolidated operating income for first quarter of 2006	$	193,500

Non-GAAP Reconciliations

The following table presents our reconciliation of non-GAAP EBITDA for the first quarter of 2006 to GAAP net cash provided by operating activities (dollars in thousands).

Net income for first quarter of 2006	$	133,777
Additions to net income to derive EBITDA:		
Interest expense (including related amortization)		58,077
Provision for taxes		2,892
Depreciation, amortization and accretion in costs and expenses		106,317
EBITDA for first quarter of 2006		301,063
Adjustments to EBITDA to derive cash provided by operating activities (add or subtract as indicated by sign of number):		
Interest expense		(58,077)
Provision for income taxes		(2,892)
Cumulative effect of change in accounting principle		(1,475)
Equity in income of unconsolidated affiliates		(4,029)
Amortization in interest expense		250
Deferred income tax expense		1,487
Distributions received from unconsolidated affiliates		8,253
Operating lease expense paid by EPCO		528
Minority interest		2,198
Gain on sale of assets		(61)
Changes in fair market value of financial instruments		(53)
Net effect of changes in operating accounts		247,084
Net cash provided by operating activities for first quarter of 2006	$	494,276