Filed by Enterprise Products Partners L.P.
Pursuant to Rule 425 under the Securities Act of 1933

Subject Company: TEPPCO Partners, L.P.
Commission File No.: 333-161185

Enterprise Products Partners L.P. is filing an investor presentation that discloses a variety of financial, operating and general information regarding the company. In addition, this material contains references to the proposed merger with TEPPCO Partners, L.P.

Morgan Stanley MLP Reception

October 6, 2009

Randy Fowler
Executive Vice President and CFO

Forward Looking Statements

This presentation contains forward-looking statements and information 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 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;
- Actual construction and development costs could exceed forecasted amounts;
- Operating cash flows from our capital projects may not be immediate;
- National, international, regional and local economic, competitive and regulatory conditions;
- Terrorist attacks aimed at its facilities; 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.

Investor Notice

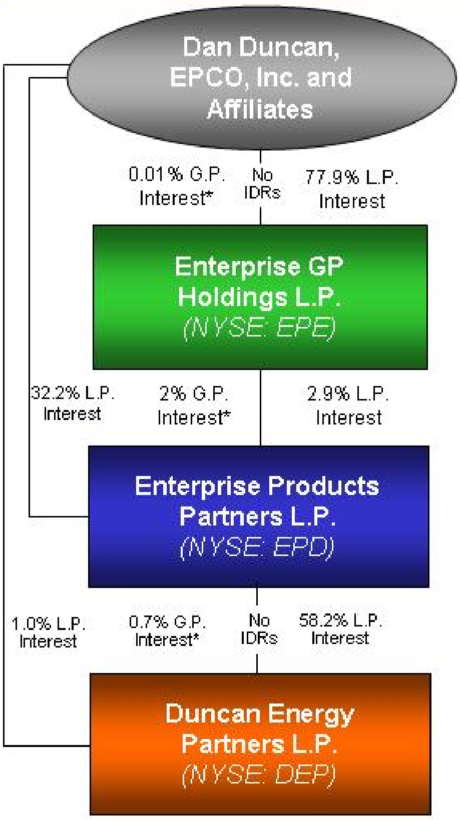
In connection with the proposed merger, Enterprise has filed a registration statement on Form S-4 (Registration No. 333-161185), which includes a prospectus of Enterprise and a proxy statement of TEPPCO and other materials, with the Securities and Exchange Commission ("SEC"). INVESTORS AND SECURITY HOLDERS ARE URGED TO CAREFULLY READ THE REGISTRATION STATEMENT FILED WITH THE SEC AND THE DEFINITIVE PROXY STATEMENT/ PROSPECTUS AND ANY OTHER MATERIALS FILED OR TO BE FILED WITH THE SEC REGARDING THE PROPOSED TRANSACTION WHEN THEY BECOME AVAILABLE, BECAUSE THEY CONTAIN, OR WILL CONTAIN, IMPORTANT INFORMATION ABOUT ENTERPRISE, TEPPCO AND THE PROPOSED MERGER. A definitive proxy statement / prospectus seeking approval of the proposed merger from TEPPCO security holders was sent to such security holders on or about September 15, 2009. Investors, security holders and the public may obtain a free copy of the proxy statement / prospectus and other documents containing information about Enterprise and TEPPCO, without charge, at the SEC's website at www.sec.gov. Copies of the registration statement and the definitive proxy statement/prospectus and the SEC filings that will be incorporated by reference in the proxy statement/prospectus may also be obtained for free by directing a request to: (i) Investor Relations: Enterprise Products Partners L.P., (866) 230-0745, or (ii) Investor Relations, TEPPCO Partners, L.P., (800) 659-0059.

TEPPCO, its general partner and the directors and management of such general partner may be deemed to be "participants" in the solicitation of proxies from TEPPCO's security holders in respect of the proposed merger. INFORMATION ABOUT THESE PERSONS AND THE INTERESTS OF SUCH PERSONS IN THE SOLICITATION OF PROXIES IN RESPECT OF THE PROPOSED MERGER CAN BE FOUND IN THE PROXY STATEMENT/PROSPECTUS, TEPPCO'S 2008 ANNUAL REPORT ON FORM 10-K AND SUBSEQUENT STATEMENTS OF CHANGES IN BENEFICIAL OWNERSHIP ON FILE WITH THE SEC.

Key Investment Considerations

- Large, diversified, integrated midstream energy system servicing producers and consumers of natural gas, NGLs and crude oil
  - Approximately $23 billion enterprise value; more than $19 billion in assets; $13 billion in equity market capitalization
  - Accesses some of the most prolific natural gas, NGL and crude oil supply basins in the U.S. including non-conventional shale plays: Jonah / Pinedale, Piceance, Barnett Shale, Eagle Ford and Haynesville
  - Handles approximately 17% of U.S. natural gas consumption
  - Serves 97% of United States ethylene steam cracking capacity, the largest petrochemical market for NGLs
- Recently announced transaction to merge with TEPPCO Partners, L.P.
- Large footprint generates growth opportunities
- Investment grade credit rating; focus on cost of capital and financial flexibility; demonstrated access to capital in difficult markets
- Balances distribution growth and retention of capital
- Significant management ownership and industry experience

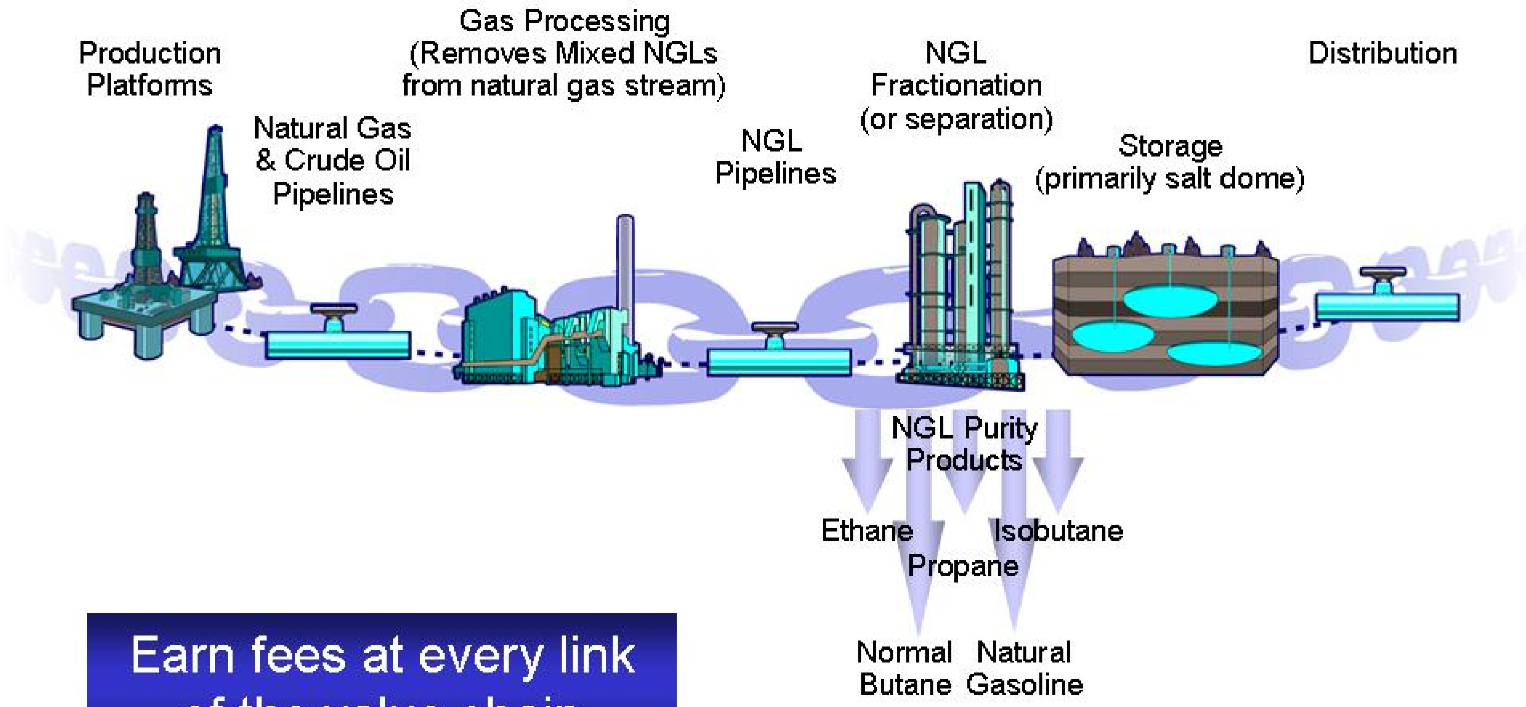
Significant Management Ownership Interests Aligned with Investors



- Unique ownership structure – one of the largest ownership positions by management in the sector
- EPCO's actions have consistently supported EPD's growth
  - Purchased approximately $900 million of new equity since IPO in July 1998; includes approximately $440 million purchased in the last four quarters
  - Contributed 30% of GP to Shell in 1999 for no consideration to complete Shell Midstream acquisition
  - Along with Shell, capped GP's incentive split at 25% vs. 50% for no consideration in 2002, resulting in $459 million of cash available for distributions, debt repayment or other partnership needs
  - Contributed 50% of GulfTerra's GP to EPD in 2004 for no consideration to complete the $4 billion GulfTerra acquisition – $460 million in value
  - Exchanging 32% of EPCO's TPP units for non-distribution bearing EPD Class B units to facilitate TEPPCO merger

Note: Percent ownership as of September 9, 2009.
** The 0.7% G.P. interest in DEP, 2% G.P. interest in EPD, and the 0.01% G.P. interest in EPE represents a 100% ownership of the respective G.P.*

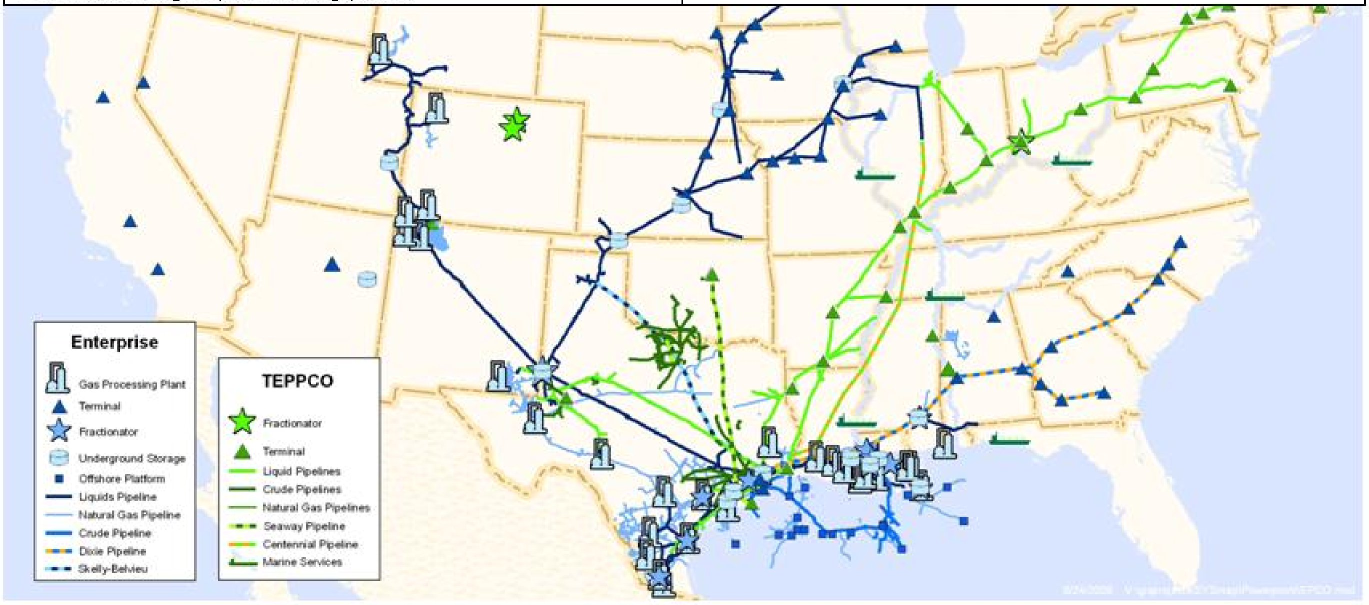
Leading Business Positions Integrated Across Midstream Energy Value Chain



Earn fees at every link of the value chain

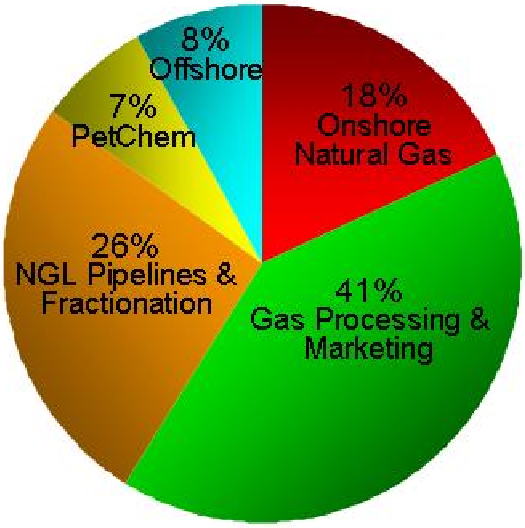
EPD / TPP Pro Forma System Map

Asset Overview	
• Approximately 48,000 miles of natural gas, NGL, crude oil, refined products and petrochemical pipelines • 200 MMBbls of NGL, refined products and crude oil storage capacity • 27 Bcf of natural gas storage capacity • 25 natural gas processing plants	• 17 fractionation facilities • 6 offshore hub platforms • NGL import / export terminals • Butane isomerization complex • Octane enhancement facility • 6th largest inland tank barge company

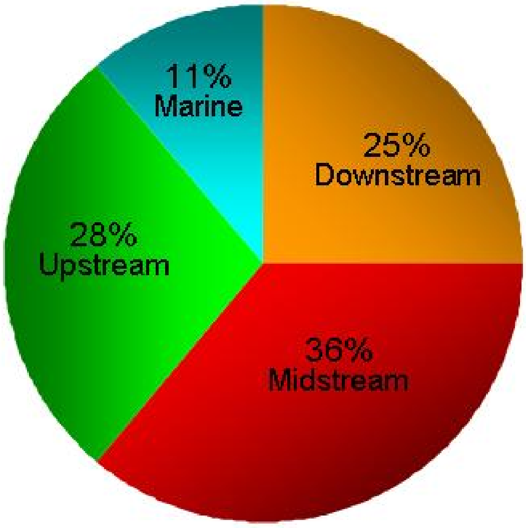


Geographic and Business Diversification Provide Multiple Earnings Streams

Enterprise
$2.1 Billion
Gross Operating Margin
LTM Ended 06/30/09



TEPPCO – 90% Fee-based
$0.5 Billion
Adjusted EBITDA
LTM Ended 06/30/09



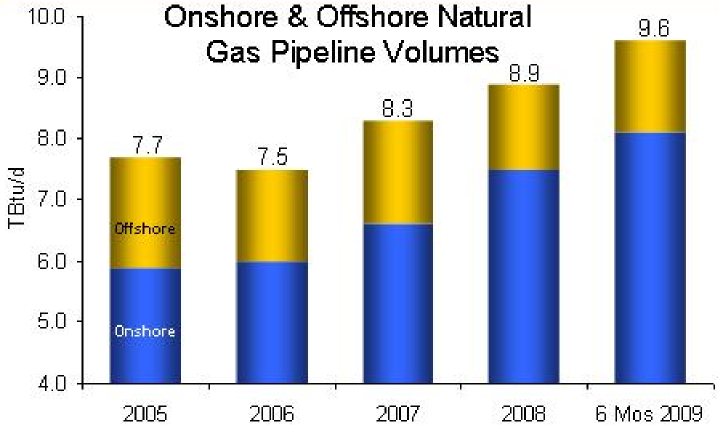
Major Growth Projects Substantially Completed[1]…

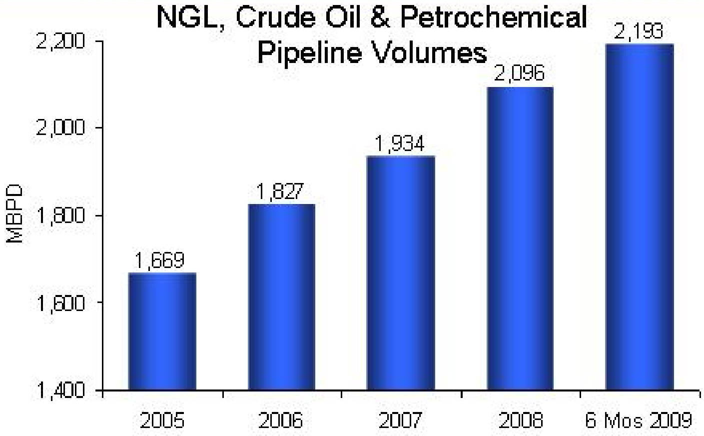
Project Description	2008	1Q09	2Q09	3Q09	4Q09	2010-2011	
Pioneer Processing Plant #1	DONE						Approx. $2.9 B
DEP South Texas NGL Pipeline System – Phase 2	DONE						
CenterPoint Energy – Wilson Pipeline Connection – Phase 1	DONE						
Petal Natural Gas Storage Expansion – 1.6 Bcf of subscribed capacity	DONE						
Jonah Phase V Expansion – Part 2 (EPD / TPP Joint Venture)	DONE						
Wilson Storage Expansion – Wilson Pipeline Connection	DONE						
Petal Gas Storage Expansion (Petal #8) – 5 Bcf cavern	DONE						
RGP Pipeline from Port Arthur to Mont Belvieu	DONE						
Skellytown to Conway NGL Pipeline (MAPL)	DONE						
Exxon Conditioning & Treating Facility – Piceance Basin	DONE						
White River Natural Gas Hub – Piceance Basin	DONE						
Meeker Processing Plant #2		DONE					
Sherman Extension Natural Gas Pipeline		DONE					
Norco-Garyville Pipeline Expansion		DONE					
Shenzi Oil Pipeline			DONE				
Pinedale Gathering Pipeline expansion (EPD / TPP Joint Venture)			DONE				
Marine Barge Expansion (TPP)			DONE				
Mont Belvieu Well Utilization Program				DONE			
Trinity River Basin Lateral (partial service 4Q 2009; fully completed 2Q 2010)					√		Approx. $1.2 B
Marathon Gathering System – Piceance Basin – Phase 1					√		
Collbran Valley Pipeline					√		
Motiva Refined Products Terminal (TPP)						√	
Hutchinson NGL Storage Expansion (1Q 2010)						√	
Mont Belvieu NGL Fractionator						√	

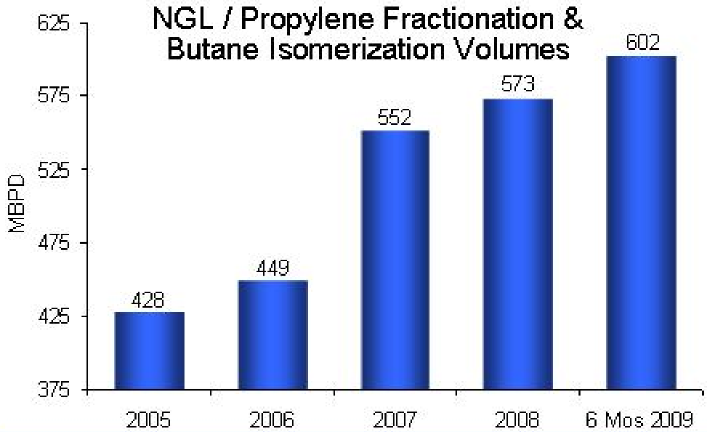
[1] Includes certain TEPPCO major capital projects as indicated.

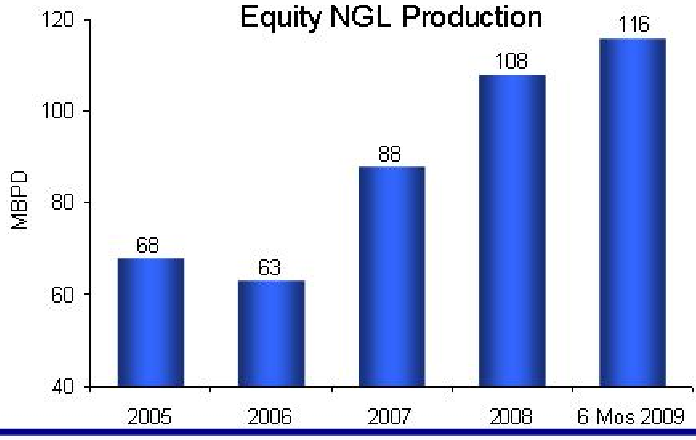
…More Under Development

Record Operating Performance…

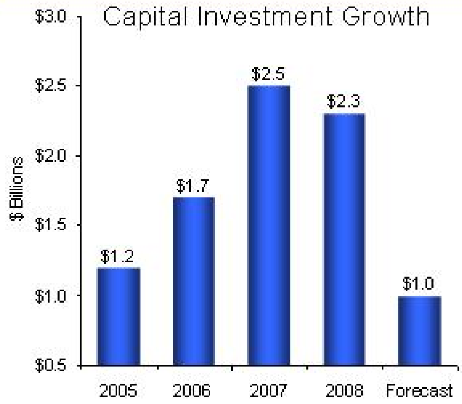


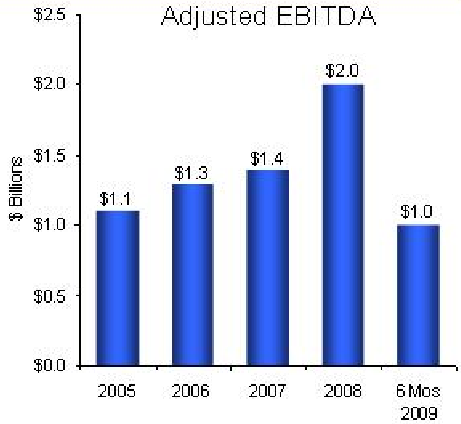


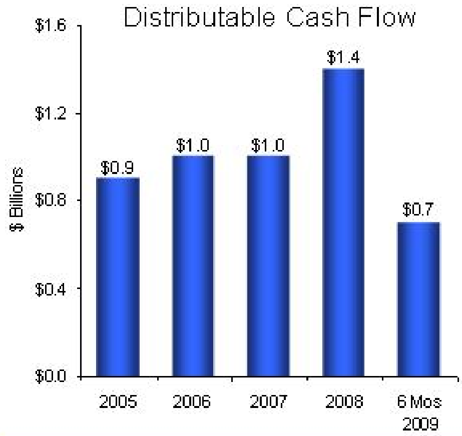


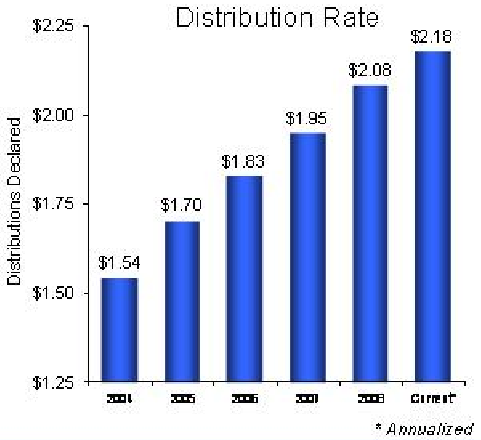


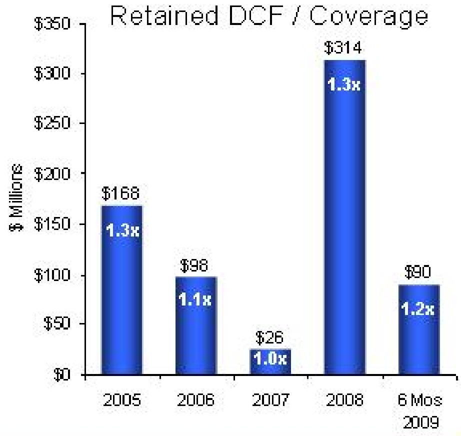
…Drives Strong Financial Results



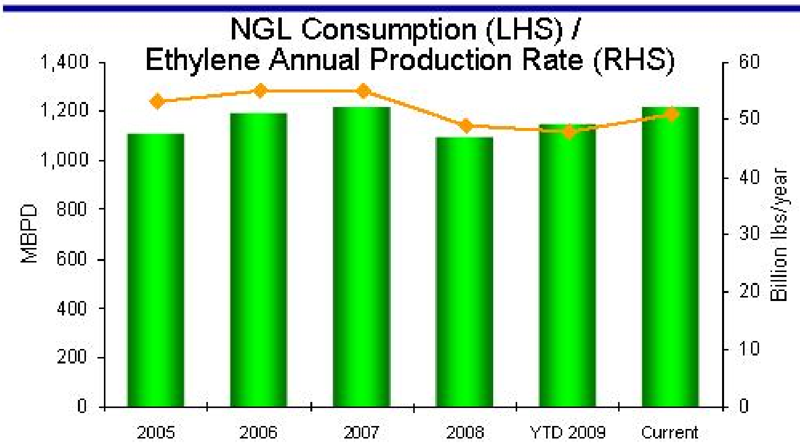


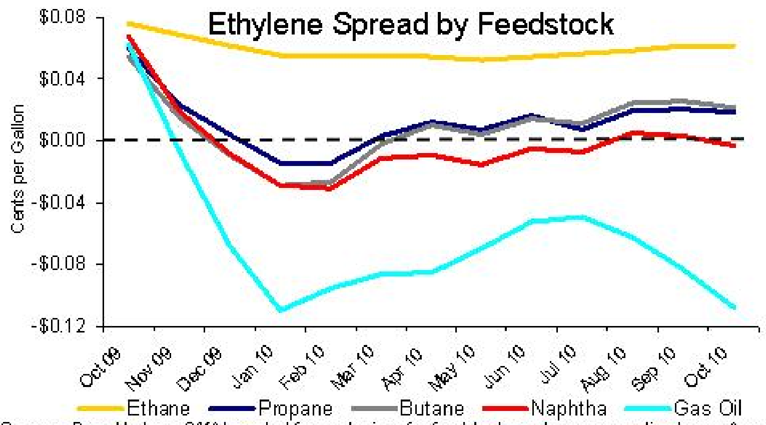






NGLs Preferred Feedstock for Ethylene Industry vs. Crude Oil Derivatives

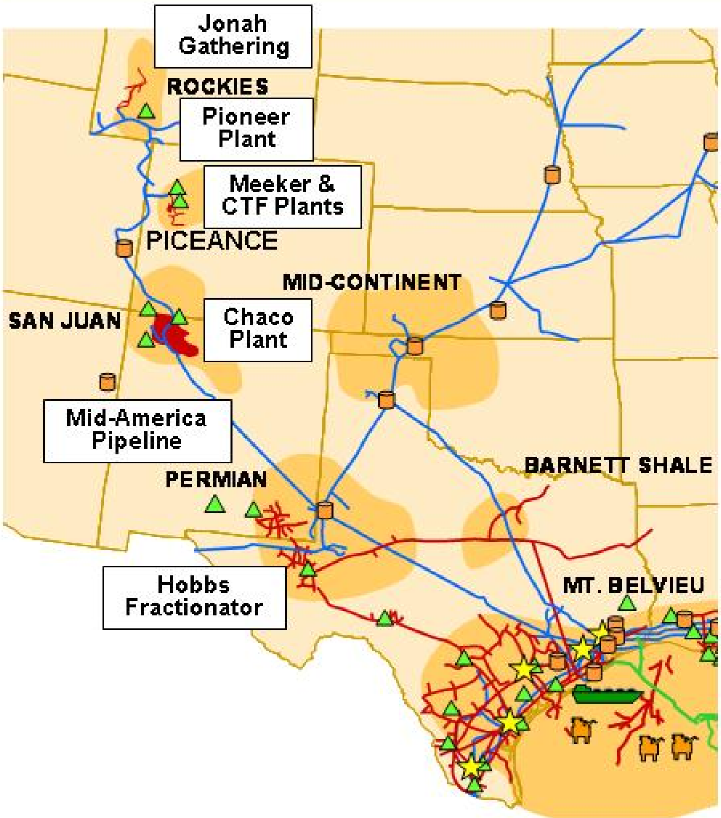


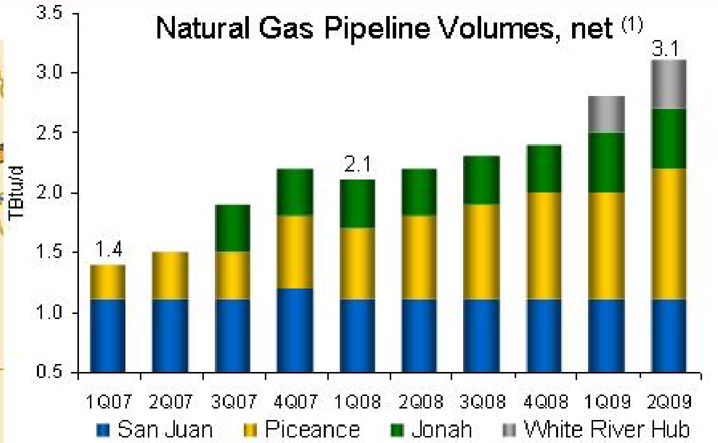


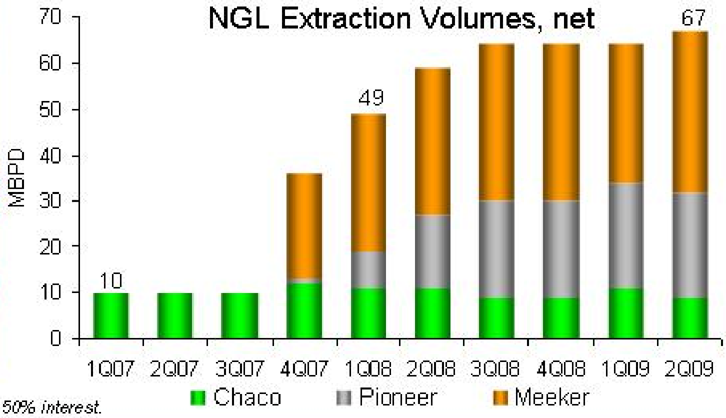
Source: Pace Hodson, CMAI, quoted forward prices for feedstocks and company estimates on August 24, 2009.

- Ethylene production has rebounded to 51 billion pounds per year vs. 5-year average of 54 billion pounds per year
- NGL feedstocks – ethane, propane and butane are forecast to provide ethylene producers higher margins than more costly crude oil derivatives over next 12 months
  - August 2009 demand for ethane of 840 MBPD is the highest since 1Q 2000
  - A number of ethylene crackers are switching from crude oil derivatives to NGL feedstocks; has led to some plant modifications to utilize more NGLs

Rockies Overview
Volume Growth Despite Decrease in Drilling Activity





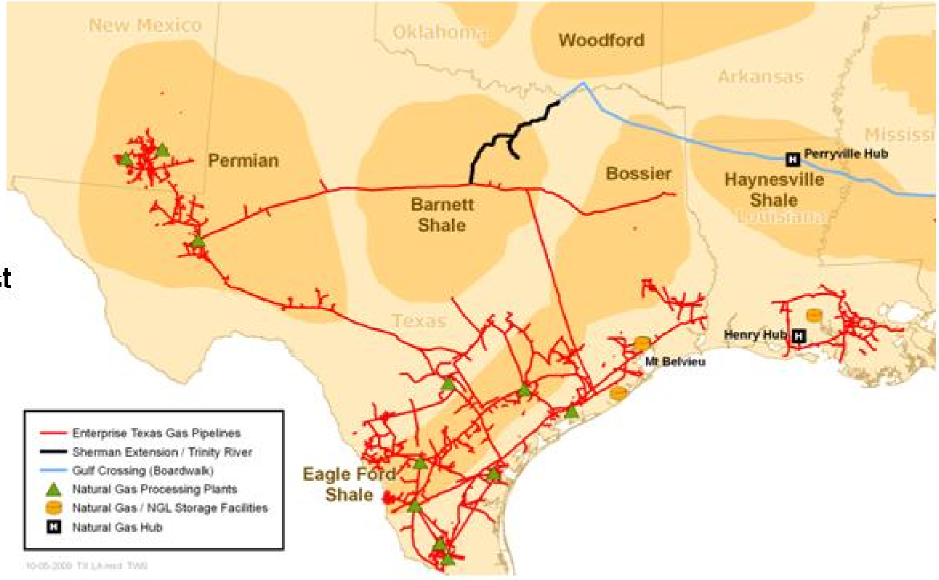


(1) Jonah includes only EPD's 19% interest. Additionally, White River Hub includes only EPD's 50% interest.

Texas Intrastate Natural Gas Pipeline

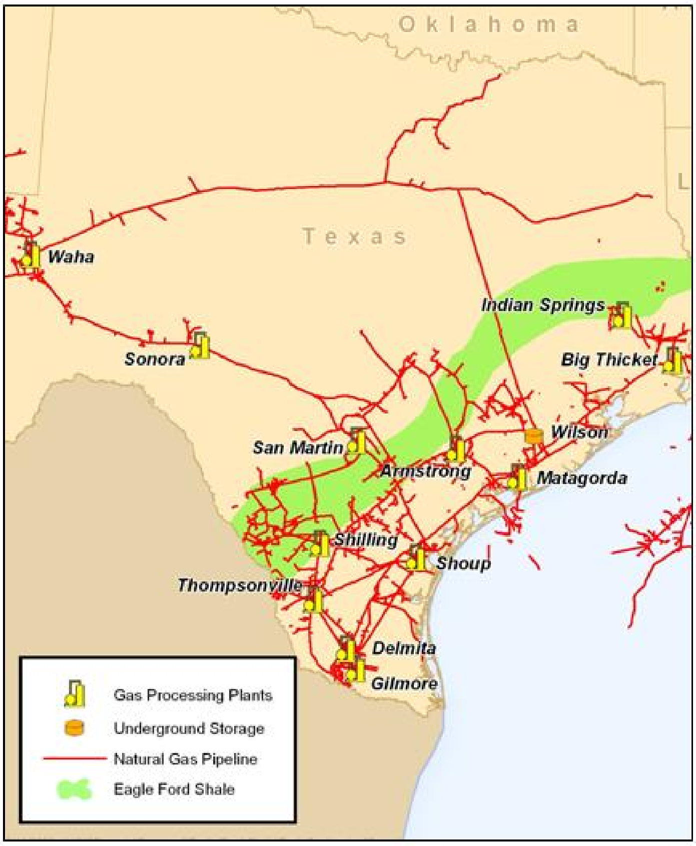
Sherman Extension Expected to Increase Volumes by 25%

- Dependable cash flow
  - 4.1 Bcf/d of subscribed capacity (includes Sherman)
  - Approximately 80% of capacity subscribed by third parties; majority are producers, utilities and power plants
  - Very little exposure to west / east basin spreads
- EPD Sherman Extension / Trinity River Lateral
  - Sherman Extension: 1.1 Bcf/d pipeline interconnects with Gulf Crossing; began collecting demand charges under 10-year commitments on August 1 for 950 MMcf/d



  - Trinity River Lateral: 1 Bcf/d pipeline that extends from Sherman Extension to Trinity River Basin and Newark East Field
    - Expected in-service: partial 4Q 2009; full 2Q 2010
- Strategically positioned to benefit from development of Eagle Ford, Haynesville and Woodford shale plays

Eagle Ford Shale Opportunity
Potentially 10 Million Acres Adjacent to EPD System



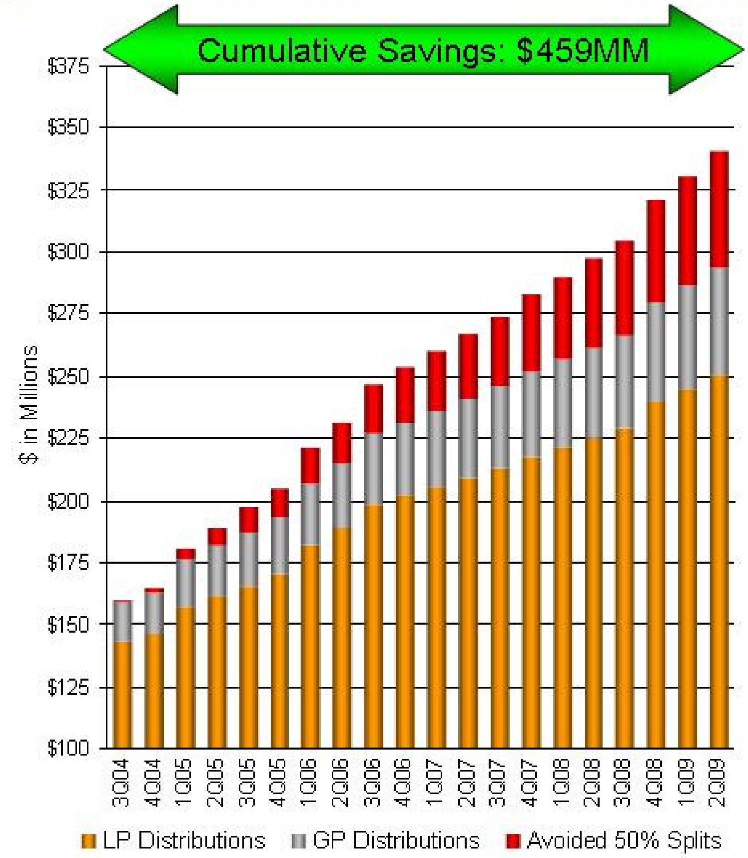
- Eagle Ford play extends from Mexico border to the Louisiana border, near or underlying EPD assets
  - Highly brittle shale suited for fracturing
  - Potential for both shale oil (shallow) and natural gas (deeper)
- Eagle Ford gas tends to be rich with up to 9 gallons of condensate / NGLs per thousand cubic feet of natural gas (GPM)
  - Producers looking for full-service midstream companies with ability to handle NGLs;
  - EPD has adjacent natural gas and NGL infrastructure with available capacity (gas processing facilities, gathering pipelines and NGL fractionators)
  - EPD to build a new 75 MBPD NGL fractionator at Mont Belvieu complex; supports future growth in Eagle Ford Shale
- Producers actively developing the play include Apache, Pioneer, ConocoPhillips, Lewis, Murphy, EnCana, Anadarko and PetroHawk
- Recently signed agreement to provide natural gas transportation and processing services for a major producer with 150,000 acre dedication

Financial Snapshot

($millions; except per unit amounts) Description	Three Months Ended June 30, 2009	Three Months Ended June 30, 2008	Six Months Ended June 30, 2009	Six Months Ended June 30, 2008
Net Income Attributable to Enterprise Products Partners L.P.	$ 187	$ 263	$ 412	$ 523
Earnings Per Unit *(fully diluted)*	$ 0.32	$ 0.52	$ 0.73	$ 1.03
Adjusted EBITDA	$ 505	$ 514	$ 1,030	$ 1,019
Distributable Cash Flow ("DCF")	$ 328	$ 347	$ 670	$ 730
Declared Distributions Per Unit	$ 0.545	$ 0.515	$ 1.0825	$ 1.0225
Distribution Coverage	1.13x	1.38x	1.18x	1.47x
Retained DCF	$ 34	$ 86	$ 90	$ 212
Leverage: Debt* to Last 12 Months Adjusted EBITDA			4.3x	4.0x

* Debt reduced for minimum 50% equity content imputed by rating agencies for junior subordinated notes (hybrids).

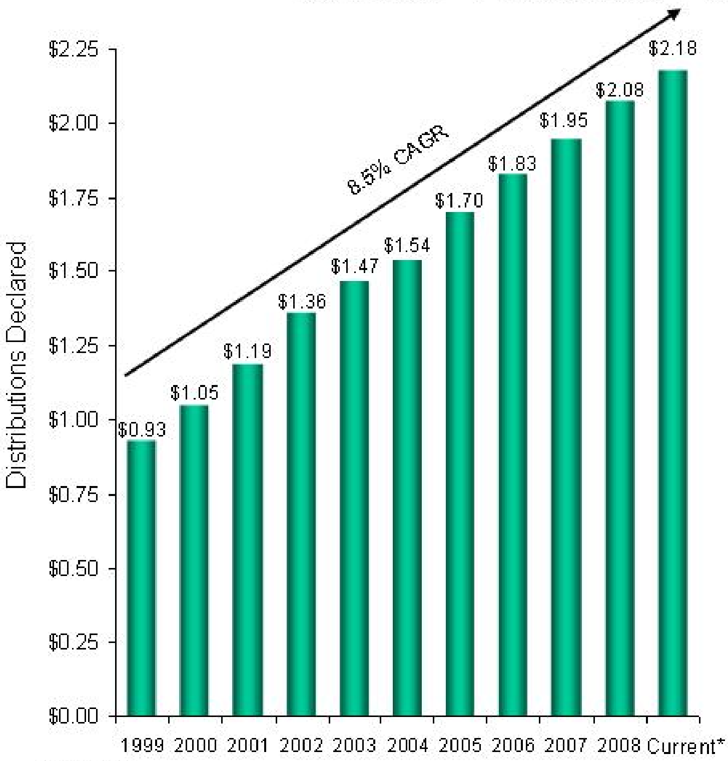
Substantial Financial Flexibility Added by Eliminating GP's 50% IDR



- "Landmark" action taken by EPD's GP in December 2002 to cap GP's IDRs at 25% for no consideration
- 2Q 2009 annualized savings of $188 million (equivalent to $0.41/unit)
- Enhances EPD's financial flexibility by retaining cash flow for debt retirement, capital investment and distribution growth
- Significantly lowers long-term cash cost of capital

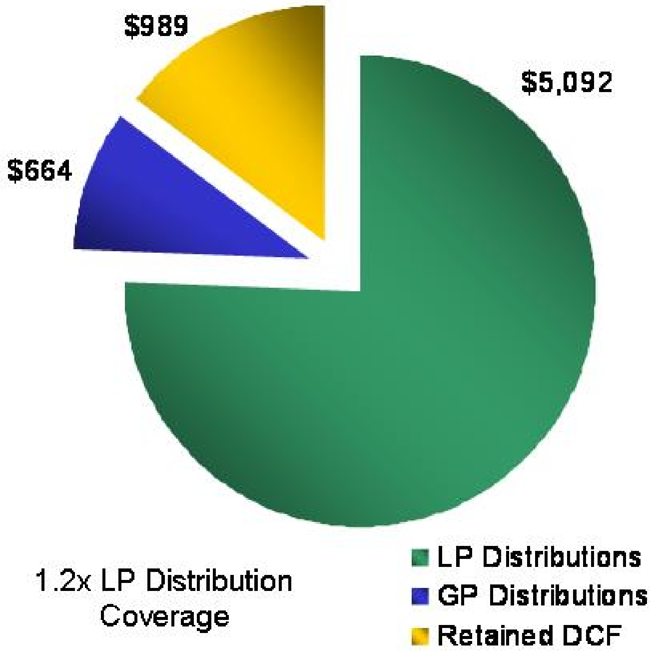
History of Providing Distribution Growth While Retaining Capital for Flexibility / Reinvestment

Generated $6.7 Billion of DCF (1999 – 2Q 2009)
15% DCF Retained / Reinvested in Partnership



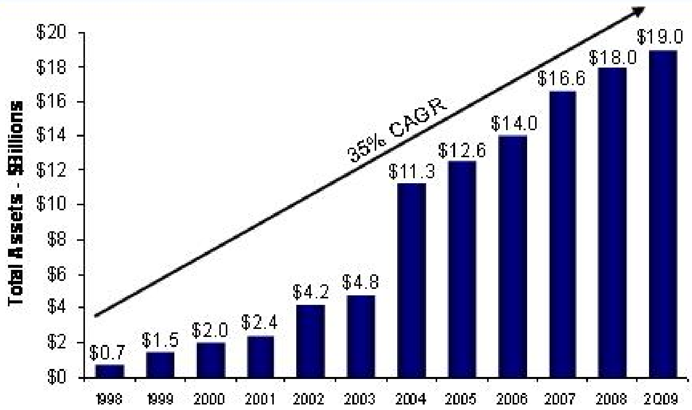
* *Annualized*

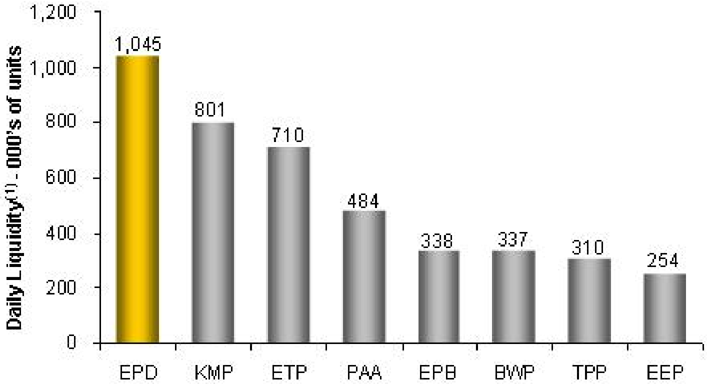
($ in millions)

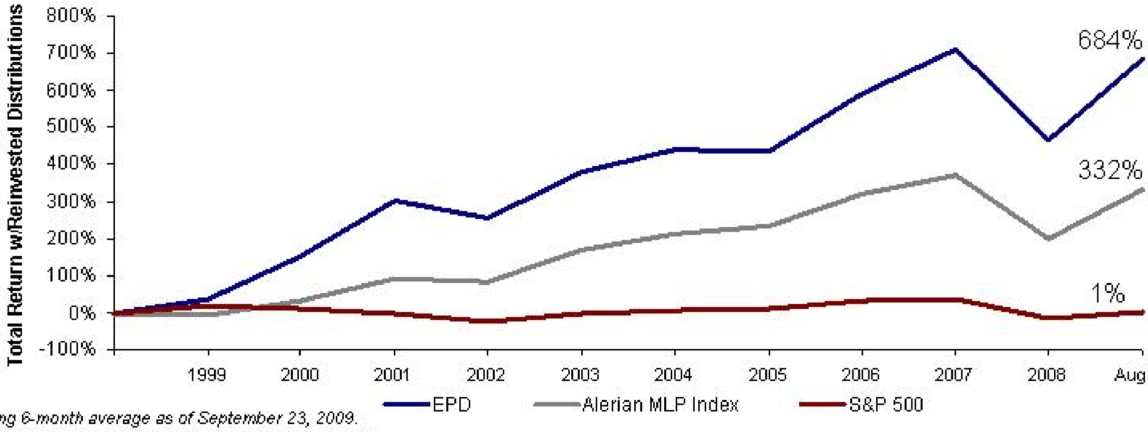


1.2x LP Distribution Coverage

Proven Track Record







(1) Based on trailing 6-month average as of September 23, 2009.
Note: Past results may not be representative of future performance.

Source: Bloomberg

Non-GAAP Reconciliations

Non-GAAP Financial Measures

This presentation utilizes the Non-GAAP financial measures of Gross Operating Margin, Adjusted EBITDA and Distributable Cash Flow. In general, we define Gross Operating Margin as operating income before (i) depreciation, amortization and accretion expense; (ii) operating lease expense for which we do not have the payment obligation; (iii) gains and losses from asset sales and related transactions and (iv) general and administrative costs. The GAAP measure most directly comparable to Gross Operating Margin is operating income.

In general, we define distributable cash flow as net income attributable to Enterprise Products Partners L.P. adjusted for: (i) the addition of depreciation, amortization and accretion expense; (ii) the addition of operating lease expenses for which we do not have the payment obligation; (iii) the addition of cash distributions received from unconsolidated affiliates less equity earnings from unconsolidated affiliates; (iv) the subtraction of sustaining capital expenditures and cash payments to settle asset retirement obligations; (v) the addition of losses or subtraction of gains from asset sales and related transactions; (vi) the addition of cash proceeds from asset sales, the return of investment from unconsolidated affiliates or related transactions; (vii) the addition of losses or subtraction of gains on the monetization of financial instruments recorded in accumulated other comprehensive income (loss), if any, less related amortization of such amount to earnings; (viii) the addition of transition support payments received from El Paso Corporation related to the GulfTerra merger; (ix) the addition of net income attributable to the noncontrolling interest associated with the public unitholders of DEP, less related distributions to be paid to such holders with respect to the period of calculation; and (x) the addition or subtraction of other miscellaneous non-cash amounts (as applicable) that affect net income or loss for the period. The GAAP measure most directly comparable to Distributable Cash Flow is net cash flows provided by operating activities.

We define Adjusted EBITDA as net income or loss attributable to Enterprise Products Partners L.P. less equity earnings of unconsolidated affiliates, plus distributions received from unconsolidated affiliates, interest expense, provision for income taxes and depreciation, amortization and accretion expense. Adjusted EBITDA is commonly used as a supplemental financial measure by senior management and by external users of our financial statements, such as investors, commercial banks, research analysts and rating agencies, to assess: (1) the financial performance of our assets without regard to financing methods, capital structures or historical cost basis; (2) the ability of our assets to generate cash sufficient to pay interest cost and support our indebtedness; and (3) the viability of projects and the overall rates of return on alternative investment opportunities. Since Adjusted EBITDA excludes some, but not all, items that affect net income or loss attributable to Enterprise Products Partners L.P. and because these measures may vary among other companies, the Adjusted EBITDA data presented in this press release may not be comparable to similarly titled measures of other companies. The GAAP measure most directly comparable to Adjusted EBITDA is net cash flows provided by operating activities.

Non-GAAP Reconciliations

Enterprise Products Partners L.P.
Gross Operating Margin by Segment (Dollars in millions, Unaudited)

	For the Year Ended December 31,			2008				2009	
	2005	2006	2007	1Q	2Q	3Q	4Q	1Q	2Q
<u>Gross Operating Margin by Segment:</u>									
NGL Pipelines & Services	$ 579.7	$ 752.6	$ 812.5	$ 289.7	$ 317.7	$ 336.1	$ 347.0	$ 342.8	$ 354.0
Onshore Natural Gas Pipelines & Services	353.1	333.4	335.7	109.9	123.2	88.1	90.1	116.0	74.3
Offshore Pipelines & Services	77.5	103.4	171.6	81.6	35.3	17.5	53.7	61.3	33.1
Petrochemical Services	126.0	173.1	172.3	41.0	58.2	37.2	31.2	28.6	47.8
Total non-GAAP gross operating margin	1,136.3	1,362.5	1,492.1	522.2	534.4	478.9	522.0	548.7	509.2
Adjustments to reconcile non-GAPP gross operating margin									
<u>to GAAP operating income:</u>									
Depreciation, amortization and accretion in operating costs and expenses	(413.4)	(440.2)	(513.9)	(133.9)	(136.3)	(138.4)	(146.8)	(153.5)	(153.2)
Operating lease expense paid by EPCO, Inc., in operating costs and expenses	(2.1)	(2.1)	(2.1)	(0.5)	(0.5)	(0.5)	(0.5)	(0.2)	(0.1)
Gain (loss) from asset sales and related transactions in operating costs and expenses	4.5	3.3	(5.4)	0.1	0.7	0.9	2.0	0.2	0.2
General and administrative costs	(62.3)	(63.4)	(87.7)	(21.2)	(24.0)	(21.8)	(23.6)	(23.0)	(27.8)
Operating income per GAAP	$ 663.0	$ 860.1	$ 883.0	$ 366.7	$ 374.3	$ 319.1	$ 353.1	$ 372.2	$ 328.3

Non-GAAP Reconciliations

Enterprise Products Partners L.P.

Distributable Cash Flow (Dollars in Millions, Unaudited)

	Year Ended December 31,			2008				2009	
	2005	2006	2007	1Q	2Q	3Q	4Q	1Q	2Q
Reconciliation of Non-GAAP "Distributable cash flow" to GAAP "Net income attributable to Enterprise Products Partners L.P." and GAAP "Net cash flows provided by operating activities"									
Net income attributable to Enterprise Products Partners L.P.	$ 419.5	$ 601.2	$ 533.7	$ 259.6	$ 263.3	$ 203.1	$ 228.0	$ 225.3	$ 186.6
Adjustments to Net income attributable to Enterprise Products Partners L.P. to derive Distributable cash flow (add or subtract as indicated by sign of number):									
Depreciation, amortization and accretion in costs and expenses	420.8	448.2	523.8	135.9	138.4	139.3	148.6	154.1	158.8
Operating lease expense paid by EPCO, Inc.	2.1	2.1	2.1	0.5	0.5	0.5	0.5	0.2	0.1
Deferred income tax expense	8.6	14.4	8.3	(0.9)	3.4	3.1	0.6	0.9	0.9
Monetization of interest rate hedging derivative instruments	-	-	48.9	6.3	(28.4)	-	7.7	-	-
Amortization of net gains related to monetization of derivative instruments	(3.6)	(3.7)	(4.0)	(1.6)	(1.6)	(0.8)	(0.4)	(0.4)	(0.5)
Cumulative effect of changes in accounting principles	4.2	(1.5)	-	-	-	-	-	-	-
Equity in (income) loss of unconsolidated affiliates	(14.5)	(21.6)	(29.7)	(14.6)	(18.6)	(14.9)	(11.0)	(13.4)	17.6
Distributions received from unconsolidated affiliates	56.1	43.0	73.6	28.6	27.4	13.9	28.7	22.9	15.6
Loss (gain) from asset sales and related transactions	(4.5)	(3.3)	5.4	(0.1)	(0.7)	(0.9)	(2.0)	(0.2)	(0.2)
Proceeds from other investing activities	44.8	3.9	12.0	0.1	0.4	1.2	14.3	4.1	0.2
Sustaining capital expenditures	(92.2)	(119.4)	(162.5)	(25.0)	(43.6)	(60.7)	(59.3)	(20.0)	(33.1)
Changes in fair market value of derivative instruments	0.1	(0.1)	1.0	0.7	8.9	(4.2)	(6.3)	(12.0)	0.3
Provision for impairment of long-lived asset	-	0.1	-	-	-	-	-	-	-
Return of investment in Cameron Highway	47.5	-	-	-	-	-	-	-	-
El Paso transition support payments	17.2	14.3	9.0	-	-	-	-	-	-
Loss (gain) on early extinguishment of debt	-	-	0.2	-	-	-	(7.1)	-	-
Net income attributable to noncontrolling interest – DEP public unitholders	-	-	13.9	4.3	4.8	2.7	5.4	5.1	6.6
Distribution to be paid to DEP public unitholders with respect to period	-	-	(21.9)	(6.1)	(6.3)	(6.3)	(6.4)	(6.4)	(10.0)
Non-cash income related to write-off of reserve balance	-	-	(7.6)	-	-	-	(5.0)	-	-
Cash expenditures for asset abandonment activities	-	-	(5.0)	(4.9)	(0.6)	(1.6)	(0.1)	(0.1)	(8.1)
Accrued property damage repair costs related to Hurricanes Ike and Gustav	-	-	-	-	-	46.0	1.8	(0.4)	-
Cash paid for Hurricanes Ike and Gustav repairs	-	-	-	-	-	(4.1)	(7.2)	(16.8)	(7.3)
Distributable cash flow	906.1	977.6	1,001.2	382.8	347.3	316.3	331.8	342.9	327.5
Adjustments to Distributable cash flow to derive Net cash flows provided by operating activities (add or subtract as indicated by sign of number):									
Monetization of interest rate hedging derivative instruments	-	-	(48.9)	(6.3)	28.4	-	(7.7)	-	-
Amortization of net gains related to monetization of derivative instruments	3.6	3.7	4.0	1.6	1.6	0.8	0.4	0.4	0.5
Proceeds from other investing activities	(44.8)	(3.9)	(12.0)	(0.1)	(0.4)	(1.2)	(14.3)	(4.1)	(0.2)
Sustaining capital expenditures	92.2	119.4	162.5	25.0	43.6	60.7	59.3	20.0	33.1
El Paso transition support payments	(17.2)	(14.3)	(9.0)	-	-	-	-	-	-
Net income attributable to noncontrolling interests	5.7	9.1	30.6	12.4	9.0	7.9	12.1	12.0	13.5
Return of investment in Cameron Highway	(47.5)	-	-	-	-	-	-	-	-
Non-cash income related to write-off of reserve balance	-	-	7.6	-	-	-	5.0	-	-
Net income attributable to noncontrolling interest – DEP public unitholders	-	-	(13.9)	(4.3)	(4.8)	(2.7)	(5.4)	(5.1)	(6.6)
Distribution to be paid to DEP public unitholders with respect to period	-	-	21.9	6.1	6.3	6.3	6.4	6.4	10.0
Cash expenditures for asset abandonment activities	-	-	5.0	4.9	0.6	1.6	0.1	0.1	8.1
Accrued property damage repair costs related to Hurricanes Ike and Gustav	-	-	-	-	-	(46.0)	(1.8)	0.4	-
Cash paid for Hurricanes Ike and Gustav repairs	-	-	-	-	-	4.1	7.2	16.8	7.3
Effect of pension settlement recognition	-	-	0.6	(0.1)	-	-	-	(0.1)	-
Net effect of changes in operating accounts	(266.4)	83.4	441.3	(156.9)	0.1	(71.6)	(129.0)	(171.6)	(173.6)
Net cash flows provided by operating activities	$ 631.7	$ 1,175.0	$ 1,590.9	$ 265.1	$ 431.7	$ 276.2	$ 264.1	$ 218.1	$ 219.6

Non-GAAP Reconciliations

Enterprise Products Partners L.P. Adjusted EBITDA (Dollars in millions, Unaudited)	For the Year Ended December 31,			2008				2009	
	2005	2006	2007	1Q	2Q	3Q	4Q	1Q	2Q
Reconciliation of non-GAAP "Adjusted EBITDA" to GAAP "Net income attributable to Enterprise Products Partners L.P." and GAAP "Net cash flows provided by operating activities"									
Net income attributable to Enterprise Products Partners L.P.	$ 419.5	$ 601.2	$ 533.7	$ 259.6	$ 263.3	$ 203.1	$ 228.0	$ 225.3	$ 186.6
Adjustments to derive Adjusted EBITDA									
Equity in (income) loss of unconsolidated affiliates	(14.5)	(21.6)	(29.7)	(14.6)	(18.6)	(14.9)	(11.0)	(13.4)	17.6
Distributions received from unconsolidated affiliates	56.1	43.0	73.6	28.6	27.4	13.9	28.7	22.9	15.6
Interest Expense (including related amortization)	230.5	238.0	311.8	91.9	95.8	102.7	110.3	120.4	126.2
Provision for income taxes	8.4	21.3	15.2	3.7	6.9	6.6	9.2	15.2	2.2
Depreciation, amortization and accretion in costs and expenses	420.6	447.4	524.2	135.8	139.6	141.3	149.3	155.1	156.7
Adjusted EBITDA	1,120.6	1,329.3	1,428.8	505.0	514.4	452.7	514.5	525.5	504.9
Adjustments to Adjusted EBITDA to derive net cash flows provided by operating activities (add or subtract as indicated by sign of number):									
Interest expense	(230.5)	(238.0)	(311.8)	(91.9)	(95.8)	(102.7)	(110.3)	(120.4)	(126.2)
Amortization in interest expense	0.2	0.8	(0.4)	0.1	(1.2)	(2.0)	(0.7)	(1.0)	2.1
Provision for income taxes	(8.4)	(21.3)	(15.2)	(3.7)	(6.9)	(6.6)	(9.2)	(15.2)	(2.2)
Loss (gain) from asset sales and related transactions	(4.5)	(3.3)	5.4	(0.1)	(0.7)	(0.9)	(2.0)	(0.2)	(0.2)
Operating lease expense paid by EPCO, Inc.	2.1	2.1	2.1	0.5	0.5	0.5	0.5	0.2	0.1
Net income attributable to noncontrolling interests	5.7	9.1	30.6	12.4	9.0	7.9	12.1	12.0	13.5
Deferred income tax expense (benefit)	8.6	14.4	8.3	(0.9)	3.4	3.1	0.6	0.9	0.9
Changes in fair market value of derivative instruments	0.1	(0.1)	1.0	0.7	8.9	(4.2)	(5.3)	(12.0)	0.3
Cumulative effect of changes in accounting principles	4.2	(1.5)	-	-	-	-	-	-	-
Provision for non-cash asset impairment charge	-	0.1	-	-	-	-	-	-	-
Effect of pension settlement recognition	-	-	0.6	(0.1)	-	-	-	(0.1)	-
Loss (gain) on early extinguishment of debt	-	-	0.2	-	-	-	(7.1)	-	-
Net effect of changes in operating accounts	(266.4)	83.4	441.3	(156.9)	0.1	(71.6)	(129.0)	(171.6)	(173.6)
Net cash flows provided by operating activities	$ 631.7	$ 1,175.0	$ 1,590.9	$ 265.1	$ 431.7	$ 276.2	$ 264.1	$ 218.1	$ 219.6

TPP Non-GAAP Financial Measures

This presentation includes Adjusted EBITDA, which is a non-GAAP financial measure. This non-GAAP financial measure should not be considered as an alternative to GAAP measures such as net income, operating income, cash flow from operating activities or any other measure of financial performance calculated and presented in accordance with GAAP. This non-GAAP financial measure may not be comparable to similarly-titled measures of other companies because they may not calculate such measures in the same manner as we do.

We define Adjusted EBITDA as net income plus interest expense – net, income tax expense, depreciation, amortization and accretion, loss on the forfeiture of investments in unconsolidated affiliates and a pro-rata portion (based on our equity ownership) of the interest expense and depreciation, amortization and accretion of each of our joint ventures. We have included Adjusted EBITDA in our disclosures because we believe they are used by our investors as supplemental financial measures to assess the financial performance of our assets without regard to financing methods, capital structures or historical cost basis; to compare the operating performance of our assets with the performance of other companies that have different financing and capital structures; and to value our limited partners' equity using EBITDA-type multiples. A reconciliation of our non-GAAP Adjusted EBITDA measure to GAAP net income and equity earnings is provided in the Adjusted EBITDA table.

Non-GAAP Reconciliations

TEPPCO Partners, L.P.
Adjusted EBITDA
(Dollars in millions, unaudited)

	2008				2009	
	1Q	2Q	3Q	4Q	1Q	2Q
Adjusted EBITDA from continuing operations:						
Net income	$ 64.1	$ 47.7	$ 47.0	$ 34.8	$ 78.2	$ 11.2
Discontinued operations	-	-	-	-	-	-
Income from continuing operations	64.1	47.7	47.0	34.8	78.2	11.2
Provision for income taxes	0.8	1.0	1.1	1.7	0.8	0.9
Noncash impairment charge	-	-	-	-	-	2.3
Interest expense - net	38.6	33.0	34.3	34.1	32.1	32.3
Depreciation and amortization (D&A)	28.3	31.9	32.1	34.0	33.0	36.8
Loss on forfeiture of investment in Texas Offshore Port System	-	-	-	-	-	34.2
Amortization of excess investment in joint ventures	1.2	1.3	1.3	1.3	1.6	1.1
TEPPCO's pro-rata percentage of joint venture interest expense and D&A	12.1	13.2	13.3	15.4	13.3	15.3
Adjusted EBITDA from continuing operations	145.1	128.1	129.1	121.3	159.0	134.1
Less: Gains on sales of assets and ownership interests in MB Storage	-	-	-	-	-	-
Adjusted EBITDA from continuing operations, excluding gains on sales	$ 145.1	$ 128.1	$ 129.1	$ 121.3	$ 159.0	$ 134.1