

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>DUNCAN DAN L</u> (Last) (First) (Middle) <u>1100 LOUISIANA STREET</u> <u>SUITE 1000</u> (Street) <u>HOUSTON TX 77002</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ENTERPRISE PRODUCTS PARTNERS L P</u> [EPD]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">Chairman</p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/02/2010</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Units Representing Limited Partnership Interests	03/02/2010		P		374,100	A	\$33.39 ⁽¹⁾	1,848,422	D ⁽²⁾	
Common Units Representing Limited Partnership Interests	03/03/2010		P		74,900	A	\$33.72 ⁽³⁾	1,923,322	D ⁽²⁾	
Common Units Representing Limited Partnership Interests								132,173,921	I ⁽⁴⁾	By DFDIH ⁽⁵⁾
Common Units Representing Limited Partnership Interests								6,314,632	I ⁽⁶⁾	By 1998 Trust
Common Units Representing Limited Partnership Interests								8,562,280	I ⁽⁷⁾	By 2000 Trust
Common Units Representing Limited Partnership Interests								21,563,177	I ⁽⁸⁾	By EGPH
Common Units Representing Limited Partnership Interests								1,392,686	I ⁽⁹⁾	By DD Securities
Common Units Representing Limited Partnership Interests								844,552	I ⁽¹⁰⁾	By Enterprise Unit
Common Units Representing Limited Partnership Interests								779,102	I ⁽¹¹⁾	by EPCO Unit
Common Units Representing Limited Partnership Interests								6,182,354	I ⁽¹²⁾	By EPCO Holdings
Common Units Representing Limited Partnership Interests								6,775,839	I ⁽¹³⁾	By DFI
Common Units Representing Limited Partnership Interests								3,100,000	I ⁽¹⁴⁾	By DFI GP Holdings

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Enterprise Class B Units	(15)							(15)	(15)	Common Units	4,520,431		4,520,431	I	By DFI ⁽¹³⁾ (15)(16)

Explanation of Responses:

1. Represents the weighted average purchase price. The Common Units were purchased at various prices ranging from \$32.98 to \$33.57. Financial information regarding the number of units purchased at each price

will be provided upon the request of the United States Securities and Exchange Commission staff, the issuer, or a security holder of the issuer.

2. A portion of these units were acquired under the issuer's distribution reinvestment plan.

3. Represents the weighted average purchase price. The Common Units were purchased at various prices ranging from \$33.51 to \$33.88. Financial information regarding the number of units purchased at each price will be provided upon the request of the United States Securities and Exchange Commission staff, the issuer, or a security holder of the issuer.

4. These Common Units are owned by DFI Delaware Holdings L.P. ("DFIDH"), an indirect, wholly owned subsidiary of Enterprise Products Company ("EPCO"), formerly named EPCO, Inc. Dan L. Duncan owns 50.427% of the voting stock of EPCO. A portion of these units were acquired under the issuer's distribution reinvestment plan.

5. DFIDH is an indirect, wholly owned subsidiary of Duncan Family Interests, Inc. ("DFI"), which is an indirect, wholly owned subsidiary of EPCO. The general partner of DFIDH, DFI Delaware General, LLC, and the sole limited partner of DFIDH, DFI Delaware Limited, LLC, are both wholly owned subsidiaries of DFI.

6. EPCO is the grantor of the Duncan Family 1998 Trust (the "1998 Trust"). The trust was established to acquire and hold Common Units of the issuer. A portion of these units were acquired under the issuer's distribution reinvestment plan.

7. EPCO is the grantor of the Duncan Family 2000 Trust (the "2000 Trust"). The trust was established to acquire and hold Common Units of the issuer. A portion of these units were acquired under the issuer's distribution reinvestment plan.

8. These Common Units are owned by Enterprise GP Holdings L.P. ("EGPH"), a 51.62% limited partnership interest in which is owned by DFI and a 2.69% limited partnership interest in which is owned by Dan Duncan LLC ("Duncan LLC"). The 0.01% general partner of EGPH is EPE Holdings, LLC, a wholly-owned subsidiary of Duncan LLC. Dan L. Duncan, voting trustee, is the sole member of Duncan LLC. A portion of these units were acquired under the issuer's distribution reinvestment plan.

9. These Common Units are directly owned by DD Securities. A portion of these units were acquired under the issuer's distribution reinvestment plan.

10. These Common Units are owned by Enterprise Unit L.P. ("Enterprise Unit"), a limited partnership established for the benefit of certain EPCO employees who are its Class B limited partners. EPCO Holdings is the sole Class A limited partner and EPCO is the general partner of Enterprise Unit. The reporting persons disclaim beneficial ownership of the securities held by Enterprise Unit, except to the extent of their pecuniary interest in the securities.

11. These Common Units are owned by EPCO Unit L.P. ("EPCO Unit"), a limited partnership established for the benefit of certain EPCO employees who are its Class B limited partners. DFI is the sole Class A limited partner and EPCO is the general partner of EPCO Unit. The reporting persons disclaim beneficial ownership of the securities held by EPCO Unit, except to the extent of their pecuniary interest in the securities.

12. These Common Units are owned directly by EPCO Holdings. EPCO Holdings is an indirect, wholly owned subsidiary of EPCO.

13. These Units are directly owned by DFI, which is an indirect wholly owned subsidiary of EPCO. Dan L. Duncan owns 50.42% of the voting stock of EPCO.

14. These Common Units are directly owned by DFI GP Holdings L.P. ("DFI GP Holdings"). DFI Holdings, LLC ("DFI Holdings") is the 1% general partners of DFI GP Holdings and Duncan LLC is a 4% limited partner of DFI GP Holdings. DFI Holdings is wholly owned by Duncan LLC.

15. The Class B Units are not entitled to regular quarterly cash distributions for the first sixteen quarters following the closing of the merger with TEPPCO Partners, L.P. and will convert automatically into the same number of Common Units on the date immediately following the payment date of the sixteenth quarterly distribution following the merger.

16. The power of attorney under which this form was signed is attached.

Remarks:

/s/Stephanie C. Hildebrandt,
Attorney-in-Fact on behalf of 03/04/2010
Dan L. Duncan

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY

KNOW ALL PERSONS BY THIS DOCUMENT: That Dan L. Duncan, has made, constituted, and appointed, and by this document does make, constitute, and appoint RICHARD H. BACHMANN, STEPHANIE C. HILDEBRANDT, CHRISTOPHER S. WADE, and WENDI S. BICKETT, of the County of Harris, State of Texas, whose signatures are:

/s/Richard H. Bachmann
Richard H. Bachmann, Attorney-in-Fact

/s/Stephanie C. Hildebrandt
Stephanie C. Hildebrandt, Attorney-in-Fact

/s/Christopher S. Wade
Christopher S. Wade, Attorney-in-Fact

/s/Wendi S. Bickett
Wendi S. Bickett, Attorney-in-Fact

or any of them, signing singly, its true and lawful attorney-in-fact, and in its name, place, and stead to:

1. Execute, deliver and file on behalf of the undersigned, in the undersigned's capacity as an officer of Enterprise Products GP, LLC, the sole general partner of Enterprise Products Partners L.P., (the "Company") any U.S. Securities and Exchange Commission Form 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder with respect to holdings of or trading in securities issued by the Company;
2. Do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 and timely file such form or any amendment thereto with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
3. Take any other action of any type whatsoever in connection with or in furtherance of the matters described in paragraphs 1 and 2 above which in the opinion of its attorney-in-fact may be of benefit to, and in the best interest of, or legally required by, the undersigned.

Giving and granting to each such attorney-in-fact full power and authority to do and perform every act necessary and proper to be done in the exercise of the foregoing powers as fully as it might or could do if personally present, with full power of substitution and revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that each attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless revoked by the undersigned in a signed writing delivered to each of the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 8th day of September, 2009.

/s/Dan L. Duncan
Dan L. Duncan