

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) 2727 NORTH LOOP WEST (Street) HOUSTON TX 77008 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ENTERPRISE PRODUCTS PARTNERS L P [EPD]</u>	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;"><u>Chairman</u></p>
	3. Date of Earliest Transaction (Month/Day/Year) 05/23/2005	
		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			

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
Employee Unit Options - Obligation to Sell #99-3 ⁽¹⁾	\$9 ⁽²⁾	05/23/2005		M ⁽³⁾		4,000		10/01/2002 ⁽⁴⁾	09/30/2009 ⁽⁵⁾⁽⁶⁾	Common Units	4,000 ⁽⁷⁾	\$0	2,149,000 ⁽⁸⁾	I	By EPCO ⁽⁹⁾

1. Name and Address of Reporting Person*
DUNCAN DAN L
 (Last) (First) (Middle)
 2727 NORTH LOOP WEST
 (Street)
 HOUSTON TX 77008
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
EPCO, Inc.
 (Last) (First) (Middle)
 2707 NORTH LOOP WEST
 (Street)
 HOUSTON TX 77008
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
DUNCAN FAMILY INTERESTS, INC.
 (Last) (First) (Middle)
 103 FOULK ROAD, SUITE 200
 (Street)
 WILMINGTON DE 19803
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
DFI DELAWARE GENERAL, LLC
 (Last) (First) (Middle)
 103 FOULK ROAD, SUITE 200
 (Street)
 WILMINGTON DE 19803
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
DFI DELAWARE HOLDINGS L.P.
 (Last) (First) (Middle)
 103 FOULK ROAD, SUITE 200
 (Street)
 WILMINGTON DE 19803
 (City) (State) (Zip)

Explanation of Responses:

1. Options are issued under the Enterprise Products 1998 Employee Unit Option Plan to employees of EPCO and outside directors of the issuer's general partner and are exercisable for Common Units on a one-for-one basis. DAN L. DUNCAN HOLDS NO OPTIONS IN THE ISSUER'S SECURITIES.
2. Options have exercise prices ranging from \$7.75 to \$26.95.
3. Options exercised by an employee of EPCO who IS NOT a Section 16 officer of the issuer's general partner.
4. Options have exercise dates ranging from April 16, 2002, through February 11, 2009.
5. Options have expiration dates ranging from September 30, 2009, through February 11, 2015.
6. Amended report filed to correct the expiration date of these options.
7. Amended report filed to correct number of underlying units.
8. Amended report filed to correct total.
9. The power of attorney under which this form was signed is on file with the Commission.

Remarks:

John E. Smith, Attorney-in-Fact, on behalf of Dan L. Duncan, Duncan Family Holdings, Inc., DFI Delaware Holdings L.P. and DFI Delaware General, L.L.C. and Assistant Secretary, on behalf of EPCO, Inc. 05/31/2005

** 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.

Joint Filer Information

Name: EPCO, Inc.

Address: 2707 North Loop West, Houston, TX 77008

Designated Filer: Dan L. Duncan

Issuer & Ticker Symbol: Enterprise Products Partners L.P. (EPD)

Date of Event Requiring Statement: 1/2/03

Signature: /s/ John E. Smith, Assistant Secretary, on behalf of EPCO, Inc.

Name: Duncan Family Interests, Inc.

Address: Brandywine Plaza, Suite 200, 103 Foulk Road, Wilmington, DE 19803

Designated Filer: Dan L. Duncan

Issuer & Ticker Symbol: Enterprise Products Partners L.P. (EPD)

Date of Event Requiring Statement: 1/2/03

Signature: /s/ John E. Smith, Attorney-in-Fact, on behalf of Duncan Family Interests, Inc.

Name: DFI Delaware General, LLC

Address: Brandywine Plaza, Suite 200, 103 Foulk Road, Wilmington, DE 19803

Designated Filer: Dan L. Duncan

Issuer & Ticker Symbol: Enterprise Products Partners L.P. (EPD)

Date of Event Requiring Statement: 1/2/03

Signature: /s/ John E. Smith, Attorney-in-Fact on behalf of Duncan Family Interests, Inc., as sole member of DFI Delaware General, LLC.

Name: DFI Delaware Holdings L.P.

Address: Brandywine Plaza, Suite 200, 103 Foulk Road, Wilmington, DE 19803

Designated Filer: Dan L. Duncan

Issuer & Ticker Symbol: Enterprise Products Partners L.P. (EPD)

Date of Event Requiring Statement: 1/2/03

Signature: /s/ John E. Smith, Attorney-in-Fact, on behalf of DFI Delaware General, LLC, as sole general partner of DFI Delaware Holdings L.P.

Copies of the powers of attorney under which this statement was executed are on file with the Commission.

Issuer Name and Trading Symbol: Enterprise Products Partners L.P. [EPD]