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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): February 11, 2011

**DUNCAN ENERGY PARTNERS L.P.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation )

**1-33266**  
(Commission  
File Number)

**20-5639997**  
(IRS Employer  
Identification No.)

**1100 Louisiana St., 10th Floor, Houston, Texas**  
(Address of principal executive offices)

**77002**  
(Zip Code)

Registrant's telephone number, including area code: **(713) 381-6500**

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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):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(b) Effective February 11, 2011, Joe D. Havens resigned from the board of directors (the “Board”) of DEP Holdings, LLC (“DEP GP”), the general partner of Duncan Energy Partners L.P. (the “Partnership”).

(d) Effective February 11, 2011, Enterprise Products Operating LLC (“EPO”), the sole member of DEP GP, elected Bryan F. Bulawa to the Board.

Mr. Bulawa, age 41, was elected a Director of DEP GP effective February 11, 2011 and as Senior Vice President, Chief Financial Officer and Treasurer of DEP GP in April 2010, having previously served as Senior Vice President and Treasurer of DEP GP from October 2009 to April 2010. In October 2009, he was elected Senior Vice President and Treasurer of (i) Enterprise Products Holdings LLC (“Enterprise GP”) (the current general partner of Enterprise Products Partners L.P. (“Enterprise”) and former general partner of Enterprise GP Holdings L.P.) and (ii) Enterprise Products GP, LLC (“EPGP”) (the former general partner of Enterprise), having previously served as Vice President and Treasurer of EPGP from July 2007 to October 2009. Mr. Bulawa has also served as Senior Vice President and Treasurer of Enterprise Products Company (“EPCO”) since May 2010. Prior to joining Enterprise, Mr. Bulawa spent 13 years at Scotia Capital, where he served as director of the firm’s U.S. Energy Corporate Finance and Distribution group.

**Item 7.01 Regulation FD Disclosure.**

On February 11, 2011, the Partnership issued a press release announcing the resignation of Mr. Havens from, and the election of Mr. Bulawa to, the Board. The press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information furnished pursuant to Item 7.01 in this report on Form 8-K, including Exhibit 99.1, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liability of that section, unless the Partnership specifically states that the information is considered “filed” under the Exchange Act or incorporates it by reference into a filing under the Securities Act of 1933, as amended, or the Exchange Act.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated February 11, 2011.

## 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.

DUNCAN ENERGY PARTNERS L.P.

By: DEP Holdings, LLC,  
its General Partner

Date: February 11, 2011

By: /s/ Michael J. Knesek  
Michael J. Knesek  
*Senior Vice President, Controller and Principal  
Accounting Officer of DEP Holdings, LLC*

## EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated February 11, 2011.

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P.O. Box 4324  
Houston, TX 77210  
(713) 381-6500

**Havens Resigns from Board of General Partner of Duncan Energy Partners;  
Bulawa Elected to Board**

**Houston, Texas (February 11, 2011)** — Duncan Energy Partners L.P. (NYSE: DEP) today announced that Joe D. Havens has resigned from the board of directors of DEP Holdings, LLC (“DEP GP”), the general partner of Duncan Energy Partners, effective today.

“On behalf of the entire board and management team at Duncan Energy, I would like to thank Joe for his service and leadership to the partnership since our initial public offering in January 2007,” said W. Randall Fowler, president and chief executive officer of the general partner of Duncan Energy Partners.

Duncan Energy Partners also announced today that Bryan F. Bulawa has been elected to the board of directors effective today.

Mr. Bulawa, age 41, has served as senior vice president, chief financial officer and treasurer of DEP GP since April 2010, having previously served as senior vice president and treasurer from October 2009 to April 2010. In October 2009, he was elected senior vice president and treasurer of the general partner of Enterprise Products Partners L.P., having previously served as vice president and treasurer from July 2007 to October 2009. Prior to joining Enterprise, Mr. Bulawa spent 13 years at Scotia Capital, where he served as director of the firm’s U.S. Energy Corporate Finance and Distribution group.

After giving effect to the changes described above, the DEP GP board is now comprised of W. Randall Fowler (president and chief executive officer), Bryan F. Bulawa (senior vice president, chief financial officer and treasurer) and non-management directors William A. Bruckmann III, Larry J. Casey and Richard S. Snell.

Duncan Energy Partners L.P. is a publicly traded partnership that provides midstream energy services, including gathering, transportation, marketing and storage of natural gas, in addition to NGL fractionation (or separation), transportation and storage and petrochemical transportation and storage. Duncan Energy Partners owns interests in assets located primarily in Texas and Louisiana, including interests in approximately 9,400 miles of natural gas pipelines with a transportation capacity aggregating approximately 7.9 billion cubic feet (“Bcf”) per day; more than 1,600 miles of NGL and petrochemical pipelines featuring access to one of the world’s largest fractionation complexes at Mont Belvieu, Texas; two NGL fractionation facilities located in south Texas; approximately 18 million barrels (“MMBbls”) of leased NGL storage capacity;

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8.1 Bcf of leased natural gas storage capacity; and 34 underground salt dome caverns with more than 100 MMBbbls of NGL and related product storage capacity at Mont Belvieu. Duncan Energy Partners is managed by its general partner, DEP Holdings, LLC, which is a wholly-owned subsidiary of Enterprise Products Partners L.P.

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