

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <b>DUNCAN DAN L</b>  (Last) (First) (Middle) 2727 NORTH LOOP WEST  (Street) HOUSTON TX 77008  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>ENTERPRISE PRODUCTS PARTNERS L P [ EPD ]</b>	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;"><b>Chairman</b></p>
	3. Date of Earliest Transaction (Month/Day/Year) 01/14/2005	
	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								112,443,164	I <sup>(1)</sup>	By DFIDH <sup>(2)</sup>
Common Units Representing Limited Partner Interests								5,918,200	I <sup>(3)</sup>	By 1998 Trust
Common Units Representing Limited Partnership Interests								5,337,796	I <sup>(3)</sup>	By 2000 Trust
Common Units Representing Limited Partnership Interests								427,200	I <sup>(4)</sup>	By 1999 Trust
Common Units Representing Limited Partnership Interests	01/14/2005				J <sup>(5)</sup>	13,454,498	A	\$24.39	I <sup>(6)</sup>	By EGPB
Common Units Representing Limited Partnership Interests								510,700	D	

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					
Employee Unit Options - Obligation to Sell <sup>(7)</sup>	(8)							(9)	(10)	Common Units	2,463,000	2,463,000	I	By EPCO <sup>(11)</sup>

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\*  
**ENTERPRISE PRODUCTS CO**  
 (Last) (First) (Middle)  
 2707 NORTH LOOP WEST  
 (Street)  
 HOUSTON TX 77008  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
**EPC PARTNERS II 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)

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<a href="#">ENTERPRISE PRODUCTS DELAWARE HOLDINGS L P</a>		
(Last)	(First)	(Middle)
103 FOULK ROAD, SUITE 200		
(Street)		
WILMINGTON	DE	19803
(City)	(State)	(Zip)

**Explanation of Responses:**

- These Common Units are owned by DFI Delaware Holdings L.P. ("DFIDH"), an indirect, wholly-owned subsidiary of EPCO, Inc. ("EPCO"). Dan L. Duncan owns 50.427% of the voting stock of EPCO.
- DFIDH is an indirect, wholly-owned subsidiary of Duncan Family Interests, Inc. ("DFI"), which is a direct, 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.
- EPCO is the grantor of the Duncan Family 1998 Trust (the "1998 Trust"); and EPCO is the grantor of the Duncan Family 2000 Trust (the "2000 Trust"). These trusts were established to acquire and hold Common Units of the issuer.
- Enterprise Products Operating L.P., a wholly-owned subsidiary of the issuer, is the grantor of the EPOLP 1999 Grantor Trust (the "1999 Trust"). It was established to acquire and hold Common Units of the issuer
- These Common Units were acquired from affiliates of El Paso Corporation in a private transaction.
- These Common Units are owned by Enterprise GP Holdings L.P. ("EGPH"), a 95% limited partnership interest in which is owned by DFI and a 4% limited partnership interest in which is owned by Dan Duncan LLC ("Duncan LLC"). The general partner of EPGH is EPE Holdings, LLC, a wholly-owned subsidiary of Duncan LLC. Dan L. Duncan is the sole member of Duncan LLC.
- 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.
- Options have exercise prices ranging from \$7.75 to \$24.725.
- Options have exercise dates ranging from April 16, 2002, through September 30, 2008.
- Options have expiration dates ranging from September 30, 2009, through September 30, 2014.
- 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, LLC, and Assistant Secretary, on behalf of EPCO, Inc.](#) 01/19/2005

\*\* 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]