

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0287
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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* DUNCAN DAN L (Last) (First) (Middle) 2727 NORTH LOOP WEST (Street) HOUSTON TX 77008 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol ENTERPRISE PRODUCTS PARTNERS L P [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) <input type="checkbox"/> Other (specify below) <p style="text-align: center;">Chairman</p>
	3. Date of Earliest Transaction (Month/Day/Year) 09/30/2004	
	4. If Amendment, Date of Original Filed (Month/Day/Year) 10/04/2004	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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Units Representing Limited Partnership Interests ⁽¹⁾	09/30/2004		P		184,620	A	\$21.451 ⁽²⁾	4,484,656	I	By 2000 Trust ⁽³⁾
Common Units Representing Limited Partnership Interests	09/30/2004		P		71,857	A	\$21.9081	4,556,513	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		18,643	A	\$22.142	4,575,156	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		15,385	A	\$22.573	4,590,541	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		5,068	A	\$22.649	4,595,609	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		1,267	A	\$22.634	4,596,876	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		6,335	A	\$22.9158	4,603,211	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		6,335	A	\$23.0892	4,609,546	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		6,335	A	\$23.0807	4,615,881	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		6,335	A	\$22.8725	4,622,216	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		6,335	A	\$22.6536	4,747,857	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		6,335	A	\$22.6777	4,634,886	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		6,335	A	\$22.6671	4,641,221	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		6,335	A	\$22.9277	4,647,556	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		6,335	A	\$23.0302	4,653,891	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		6,335	A	\$23.1776	4,660,226	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		6,335	A	\$23.0608	4,666,561	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		6,335	A	\$23.1407	4,672,896	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		6,335	A	\$23.1044	4,679,231	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		6,335	A	\$23.0506	4,685,566	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		6,335	A	\$23.0493	4,691,901	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		6,335	A	\$22.9772	4,698,236	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		4,371	A	\$23.5553	4,702,607	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		45,250	A	\$21.0465	4,744,857	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		18,100	A	\$21.829	4,765,957	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		9,050	A	\$21.7182	4,775,007	I	By 2000 Trust
Common Units Representing Limited Partnership Interests	09/30/2004		P		1,086	A	\$21.3039	4,776,093	I	By 2000 Trust ⁽⁴⁾

**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				

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)

1. Name and Address of Reporting Person*
[ENTERPRISE PRODUCTS DELAWARE HOLDINGS L P](#)

 (Last) (First) (Middle)
[103 FOULK ROAD, SUITE 200](#)

 (Street)
[WILMINGTON DE 19803](#)

 (City) (State) (Zip)

- Explanation of Responses:**
- All reported transactions resulted from the conversion of common units of GulfTerra Energy Partners L.P. ("GulfTerra") into Common Units of the issuer effective upon the merger of GulfTerra into a subsidiary of the issuer on September 30, 2004.
 - The conversion ratio for all reported transactions was 1.81 Common Units of the issuer for each GulfTerra common unit. The reported prices are adjusted for the conversion.
 - The reporting person owns 50.427% of the voting stock of EPCO, Inc. ("EPCO"), the grantor of the Duncan Family 2000 Trust (the "2000 Trust"). The 2000 Trust was established to acquire and hold Common Units of the issuer and is the owner of all Common Units acquired through the transactions described in this report.
 - 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 Interests, Inc., DFI Delaware Holdings L.P. and DFI Delaware General, L.L.C. and Assistant Secretary on behalf of EPCO, Inc.](#)

01/03/2005
 ** 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]