

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: July 24, 2002
(Date of Earliest Event Reported: July 23, 2002)

EL PASO ENERGY PARTNERS, L.P.
(Exact name of Registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	1-11680 (Commission File Number)	76-00396023 (I.R.S. Employer Identification No.)
--	--	--

El Paso Building
1001 Louisiana Street
Houston, Texas 77002
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (713) 420-2600

Item 7. Financial Statements , Pro Forma Financial Information and Exhibits

c) Exhibits.

Exhibit Number -----	Description -----
99.1	Press Release dated July 23, 2002.

Item 9. Regulation FD Disclosure

El Paso Energy Partners, L.P. (NYSE:EPN) announced in a press release that due to strong performance from its recently acquired mid-stream assets in Texas and New Mexico and continued low interest rate environment it expects to exceed consensus earnings and cash flow estimates for the second quarter 2002. Additionally, the press release clarified market confusion about our business and relationship to El Paso Corporation.

This Exhibit 99.1 is not filed, but is furnished to comply with Regulation FD. The information disclosed in this Item 9 Current Report on Form 8-K is not considered to be "filed" for purposes of Section 18 of the Securities and Exchange Act of 1934 and is not subject to the liabilities of that section.

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 thereunto duly authorized.

EL PASO ENERGY PARTNERS, L.P.

By: El Paso Energy Partners Company
Its General Partner

By: /s/ D. Mark Leland

D. Mark Leland
Senior Vice President and
Controller
(Principal Accounting Officer)

Date: July 24, 2002

EXHIBIT INDEX

Exhibit Number -----	Description -----
99.1	Press Release dated July 23,2002.

El Paso Energy Partners

NEWS

El Paso Energy Partners, L.P.
P.O. Box 2511
Houston, Texas 77252-2511

For Immediate Release

EL PASO ENERGY PARTNERS EXPECTS TO EXCEED SECOND QUARTER 2002
CONSENSUS EARNINGS ESTIMATES AND CLARIFIES MARKET CONFUSION ABOUT
EPN'S BUSINESS ACTIVITIES AND RELATIONSHIP TO GENERAL PARTNER

HOUSTON, TEXAS, JULY 23, 2002-El Paso Energy Partners, L.P. (NYSE:EPN) announced today that due to strong performance from its recently acquired mid-stream assets in Texas and New Mexico and continued low interest rate environment that it expects to exceed consensus earnings and cash flow estimates for the second quarter 2002. The partnership's management expects net income to exceed consensus analysts' estimates of \$0.18 per common unit. Additionally, cash flow, as measured by adjusted earnings before interest, taxes, depreciation, and amortization is expected to meet or exceed previous guidance of \$68 to \$70 million, an increase of 40 to 45 percent from the first quarter 2002. EPN has previously announced that it will report its second quarter earnings on July 30, 2002 and expects to provide more details about the second quarter through its regularly scheduled press release and conference call. Based on this strong performance EPN's Board of Directors recently declared its quarterly distribution of \$0.65 per common unit.

Additionally, EPN wishes to clarify current market confusion about its businesses and relationship to its general partner, El Paso Corporation (NYSE:EP). Recent press reports have mistakenly indicated and/or implied that El Paso Energy Partners, a mid-stream asset-based partnership, is involved in merchant trading and power restructuring. These reports have further implied that EPN is an off-balance sheet-financing vehicle of El Paso Corporation. In fact, these implications are incorrect and misplaced.

EPN's business activities fall squarely within the mid-stream segment of the energy industry, which includes gathering, processing, treating, transportation, and storage of oil, natural gas, and natural gas liquids. These critical infrastructure services are provided to producers, shippers and end-use customers on a for-fee basis and are supported by long-term contracts. EPN's activities do not include commodity trading or power restructuring.

EPN is a publicly traded master limited partnership owned approximately 26 percent by El Paso Corporation and 74 percent by public unitholders. EPN's common equity units and long-term debt are separately issued obligations of the Partnership and are supported by the significant set of stable cash flow generating mid-stream assets owned by EPN. El Paso Corporation, as general partner of EPN, provides a broad range of services to the Partnership including the physical operations of its assets in the field, accounting for its business activities and shared services such as information technology, environmental and safety, and legal and regulatory. The provision of these services allows EPN to benefit from lower operating costs and state-of-the-art operational efficiency, which leads to higher operating cash flows for the partnership.

El Paso Energy Partners, L.P. is one of the largest publicly traded master limited partnerships with interests in a diversified set of midstream assets, including onshore and offshore natural gas and oil pipelines; offshore production platforms; natural gas storage and processing facilities, and natural gas liquids fractionation, transportation, storage and terminal assets. Visit El Paso Energy Partners on the Web at www.elpasopartners.com.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING
STATEMENTS

This release includes forward-looking statements and projections, made in reliance on the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. The partnership has made every reasonable effort to ensure that the information and assumptions on which these statements and projections are based are current, reasonable, and complete. However, a variety of factors could cause actual results to differ materially from the projections, anticipated results or other expectations expressed in this release. While the partnership makes these statements and projections in good faith, neither the partnership nor its management can guarantee that the anticipated future results will be achieved. Reference should be made to the partnership's (and its affiliates') Securities and Exchange Commission filings for additional important factors that may affect actual results.

###

Contacts:

Communications and Government Affairs	Investor Relations
Norma F. Dunn	Sandra M. Ryan
Senior Vice President	Director
Office: (713) 420-3750	Office: (832) 676-5371
Fax: (713) 420-3632	Fax: (832) 676-1195