

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: September 5, 2002
(Date of Earliest Event Reported: September 5, 2002)

Commission File Number 1-11680

EL PASO ENERGY PARTNERS, L.P.
(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation or Organization)

76-0396023
(I.R.S. Employer
Identification No.)

El Paso Building
1001 Louisiana Street
Houston, Texas
(Address of Principal Executive Offices)

77002
(Zip Code)

Registrant's Telephone Number, Including Area Code: (713) 420-2600

Item 9. Regulation FD Disclosure

Attached is a communication sent to the General Counsel and Compliance officers of Broker-Dealers holding units of El Paso Energy Partners, L.P., dated September 5, 2002, regarding the risk exposure related to lending partnership units to cover short positions. The attached 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.

(c) Exhibits

Exhibit number	Description
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99.1	Communication dated September 5, 2002.

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.

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: September 5, 2002

September 5, 2002

To the General Counsel and Compliance officers of Broker-Dealers holding units of El Paso Energy Partners, L.P. (NYSE: EPN)

Subject: Risk exposure related to lending partnership units to cover short positions.

El Paso Energy Partners, L.P. (EPN) is a partnership with limited partner units publicly traded on the New York Stock Exchange under the ticker symbol EPN. In recent months EPN has experienced speculative trading uncharacteristic of its individual-investor base, including a current short-interest position exceeding six days of average trading volumes. This letter is to remind broker-dealers of the risk exposure to their clients associated with lending EPN units from their clients' accounts to cover short sales.

Following is the pertinent excerpt from El Paso Energy Partners' prospectus.

Treatment of Short Sales

A limited partner whose units are loaned to a "short seller" to cover a short sale of units may be considered as having disposed of ownership of those securities. If so, he would no longer be a partner with respect to those securities during the period of the loan and may recognize gain or loss from the disposition. As a result, during this period, any of our income, gain, deduction or loss with respect to those securities would not be reportable by the limited partner, any cash distributions received by the limited partner with respect to those securities would be fully taxable and all of such distributions would appear to be treated as ordinary income. Limited partners desiring to assure their status as partners and avoid the risk of gain recognition should modify any applicable brokerage account agreements to prohibit their brokers from borrowing their units or other limited partner interests. The IRS has announced that it is actively studying issues relating to the tax treatment of short sales of partnership interests.

Sincerely,

/s/ Sandra M. Ryan

Sandra M. Ryan
Director, Investor Relations
El Paso Energy Partners