FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

|--|

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

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* SNELL RICHARD S | | | | | | 2. Issuer Name and Ticker or Trading Symbol ENTERPRISE PRODUCTS PARTNERS L P [EPD] | | | | | | | | | | ck all appl | cable) | 10% Ow other (s | | vner |
|---|---|--|---|---------------------|--|--|------|-----|------------|---|------|------------------|---|-----|---------------------|--|---|---|--|--|
| (Last) (First) (Middle) 2727 NORTH LOOP WEST | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 04/30/2004 | | | | | | | | | | below | | | below) | |
| (Street) HOUSTON TX 77008 (City) (State) (Zip) | | | | | 4. If <i>i</i> | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | | . Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| Table I - Non-Deriva 1. Title of Security (Instr. 3) 2. Transac Date (Month/Date) | | | | | action | tion 2A. Deemed Execution Date, | | | | 3. 4. Sec Transaction Dispo Code (Instr. 5) | | | urities Acquired (A) of (D) (Instr. 3, 4 | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | | Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | Units Repr ip Interests | esenting Limited | i | 04/30/ | 2004 ⁽¹ | 1) | | | | A | | 65.24 | | | (Instr. | | and 4) 58.249 | and 4) | | |
| | Units Repr ip Interests | esenting Limited | i | | | | | | | | | | | | | 3,0 | 000 ⁽²⁾ | | I | By Trust |
| | Units Repr ip Interests | esenting Limited | i | | | | | | | | | | | | 3,0 | 3,000(3) | | I | By Trust | |
| Common Units Representing Limited Partnership Interests | | | | | | | | | | | | | | 10 | | 00(4) | | | By Spouse | |
| | | Т | able II - | Derivat (e.g., p | | | | | | | | | | | | Owned | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemd Execution if any (Month/Da | Date, | 4. Transactioi Code (Instr 8) | | n of | | Ex | 6. Date Exercisa Expiration Date (Month/Day/Yea | | | 7. Title and Amo of Securities Underlying Derivative Secur (Instr. 3 and 4) | | | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4) | ly | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | Code | v | (A) | (D) | Dat Exe | te ercisable | | xpiration ate | Title | or | ount nber res | | | | | |
| Employee Unit Options - Right to Buy #98- 25 | \$11.8115 | 04/30/2004 | | | W | | 0 | | 07. | 7/27/200 3 | 3 10 | 0/01/2010 | Commo Units | 20, | 000 | \$0 | 20,000 |) | D | |
| Employee Unit Options - Right to Buy #98- 69 | \$2,275 | 04/30/2004 | | | w | | 0 | | 04 | /11/2005 | 5 04 | I/11/2012 | Commo Units | 20, | 000 | \$0 | 40,000 | | D ⁽⁵⁾ | |

Explanation of Responses:

- 1. The reported transaction was inadvertently omitted from previous reports due to a miscommunication with the reporting person's broker.
- 2. These securities are held by the John C. Bibo Testamentary Trust; the reporting person is the trustee of the trust but holds no pecuniary interest in it and disclaims any beneficial ownership in the securities owned by it.
- 3. These securities are held by the James S. Bibo Testamentary Trust; the reporting person is the trustee of the trust but holds no pecuniary interest in it and disclaims any beneficial ownership in the securities owned by it.
- 4. The reporting person disclaims any beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or any other purpose.
- 5. The power of attorney under which this form was signed is on file with the Commission.

/s/ John E. Smith, Attorney-in-Fact, on behalf of Richard S. <u>Snell</u>

03/10/2005

** 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. | |
|--|--|
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |