UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934 (Amendment No. 3)*

Duncan Energy Partners L.P.

(Name of Issuer)

Common Units

(Title of Class of Securities)

265026 10 4

(CUSIP Number)

Richard H. Bachmann 1100 Louisiana, 10th Floor Houston, Texas 77002 (713) 381-6500

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

April 30, 2009

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report this acquisition that is the subject of this Schedule 13D/A, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box: o

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act.

1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Dan L. Duncan						
2	CHECK (a) o (b) o						
3	SEC US	E ONL	Y				
4	SOURC OO	E OF F	UNDS (SEE INSTRUCTIONS)				
5	CHECK	IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
6			OR PLACE OF ORGANIZATION f America				
NUMI	BER OF	7	SOLE VOTING POWER 282,500				
BENEF	ARES ICIALLY ED BY	8	SHARED VOTING POWER 42,830,087				
REPC	ACH PRTING RSON	9	SOLE DISPOSITIVE POWER 282,500				
W	ITH	10	SHARED DISPOSITIVE POWER 42,830,087				
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 43,112,587						
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 74.7%						
14	TYPE C	F REP	ORTING PERSON (SEE INSTRUCTIONS)				
			2				

1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)						
	DD Securities LLC 26-1585743						
	CHECK	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
2	(a) o (b) o						
3	SEC US	E ONL	Y				
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)				
4	PF, BK						
5	CHECK	IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
	0						
6	CITIZE	NSHIP	OR PLACE OF ORGANIZATION				
	Texas						
		7	SOLE VOTING POWER				
NUM	BER OF	/	0				
	ARES	0	SHARED VOTING POWER				
	ICIALLY ED BY	8	103,100				
	СН	•	SOLE DISPOSITIVE POWER				
	RTING RSON	9	0				
	ITH		SHARED DISPOSITIVE POWER				
		10	103,100				
	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11	103,100						
			F THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
12	o N/A	o N/A					
10	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)				
13 0.2%							
14	TYPE C	F REP	ORTING PERSON (SEE INSTRUCTIONS)				
14 OO-limited liability company			ility company				
			3				

1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)						
	Dan Duncan LLC 76 0516773						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)						
2	(a) o						
	(b) o						
3	SEC US	E ONL	Y				
	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)				
4	00						
_	CHECK	IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
5	0						
	CITIZE	NSHIP	OR PLACE OF ORGANIZATION				
6	Texas						
	Tendo		SOLE VOTING POWER				
NUMI	BER OF	7	0				
	ARES	•	SHARED VOTING POWER				
	ICIALLY ED BY	8	42,726,987				
	СН	•	SOLE DISPOSITIVE POWER				
	RTING RSON	9	0				
	ITH		SHARED DISPOSITIVE POWER				
		10	42,726,987				
	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11							
	42,726,987 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12		CHECK DOA IF THE AGGREGATE AMOUNT IN NOW (11) EACLODES CERTAIN SHARES (SEE INSTRUCTIONS)					
	o N/A						
13		VI UF	CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	74.1%		ODTING DEDGON (SEE INSTRUCTIONS)				
14	I Y PE O	F KEP	ORTING PERSON (SEE INSTRUCTIONS)				
	00-limi	ted liat	ility company				
			4				

1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)						
	EPE Holdings, LLC 13 4297068						
	CHECK	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
2	(a) o						
	(b) o						
3	SEC US	E ONL	Y				
	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)				
4	00						
-	CHECK	IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
5	0						
	CITIZE	NSHIP	OR PLACE OF ORGANIZATION				
6	Delawar	0					
	Delawal	Delaware SOLE VOTING POWER					
		7					
	BER OF ARES		0 SHARED VOTING POWER				
	ICIALLY	8					
	ED BY		42,726,987				
	ACH RTING	9	SOLE DISPOSITIVE POWER				
	RSON	U	0				
W	ITH	10	SHARED DISPOSITIVE POWER				
		10	42,726,987				
	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11	42,726,9	87					
			F THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
12							
	0 N/A		CLASS REPRESENTED BY AMOUNT IN ROW (11)				
13							
	74.1%						
14	I Y PE O	F KEP	ORTING PERSON (SEE INSTRUCTIONS)				
	OO-limi	ted liab	ility company				
			5				

NAME OF REPORTING PERSON							
1	1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)						
–							
	Enterprise GP Holdings L.P. 20 2133626						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)						
2	(a) o						
	(b) o						
	SEC USE ONLY						
3							
	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)				
4							
	00						
	CHECK	IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
5							
	0						
	CITIZEI	NSHIP	OR PLACE OF ORGANIZATION				
6							
	Delawar	e					
		SOLE VOTING POWER					
		7					
	BER OF		0				
	RES	8	SHARED VOTING POWER				
	ICIALLY						
	ED BY		42,726,987				
	CH	•	SOLE DISPOSITIVE POWER				
	RTING	9					
	SON						
W.	ITH	10	SHARED DISPOSITIVE POWER				
		10	42,726,987				
	ACCDE		AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11	AGGRE	GALE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11	42,726,9	87					
			F THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
12	GILLOI	DOM					
	o N/A	o N/A					
		NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)				
13							
	74.1%						
	TYPE O	F REP	ORTING PERSON (SEE INSTRUCTIONS)				
14							
	PN						

			PORTING PERSON				
1	I.R.S. IE	DENTII	FICATION NO. OF ABOVE PERSON (ENTITIES ONLY)				
	Enterprise Products GP, LLC 76 0568221						
	CHECK	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
2	(a) o						
	(b) o						
3	SEC US	E ONL	Y				
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)				
4	00						
5	CHECK	IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
J	0						
C	CITIZEI	NSHIP	OR PLACE OF ORGANIZATION				
6	Delawar	e					
	SOLE VOTING POWER						
NUMI	BER OF	7	0				
	ARES	_	SHARED VOTING POWER				
	ICIALLY ED BY	8	42,726,987				
	CH		SOLE DISPOSITIVE POWER				
	RTING RSON	9	0				
	ITH		SHARED DISPOSITIVE POWER				
		10					
	AGGRE	GATE	42,726,987 AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11							
	42,726,9		F THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
12	CHECK	DOA	T THE AGGREGATE AMOUNT IN NOW (II) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
	o N/A						
13	PERCEI	NI UF	CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	74.1%						
14	TYPE O	F REP	ORTING PERSON (SEE INSTRUCTIONS)				
_ T	PN						

	-							
1	I.R.S. IE	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Enterprise Products Partners L.P. 76 0568219						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)							
2								
2	(a) o							
	(b) o							
n	SEC US	E ONL	Y					
3								
_	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)					
4								
	00							
-	CHECK	IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
5	0							
			OR PLACE OF ORGANIZATION					
6	CITIZEI	NSHIP	OR PLACE OF ORGANIZATION					
U	Delawar	е						
		-	SOLE VOTING POWER					
		7						
NUMI	BER OF	-	0					
SHA	ARES		SHARED VOTING POWER					
BENEF	ICIALLY	8						
OWN	ED BY		42,726,987					
	СН	•	SOLE DISPOSITIVE POWER					
	RTING	9						
	SON		0					
W	ITH	10	SHARED DISPOSITIVE POWER					
		10	42,726,987					
	ACCDE	CATE	42,720,907 AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	AGGRE	GALE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	42,726,9	42,726,987						
			F THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
12			(
	o N/A	o N/A						
	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13								
	74.1%							
	TYPE O	F REP	ORTING PERSON (SEE INSTRUCTIONS)					
14	DM							
	PN							

CUSIP No. 265026 10 4

1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Enterprise Products OLPGP, Inc. 83 0378402				
2	CHECK (a) o (b) o	THE A	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)		
3	SEC US	E ONL	Y		
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)		
5	CHECK o	IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)		
6	CITIZE		OR PLACE OF ORGANIZATION		
NUMBER OF 0 SOLE VOTING POWER					
BENEF	SHARES BENEFICIALLY OWNED BY		SHARED VOTING POWER 42,726,987		
REPO	EACH REPORTING PERSON		SOLE DISPOSITIVE POWER 0		
W	ITH	10	SHARED DISPOSITIVE POWER 42,726,987		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 42,726,987				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 74.1%				
14	TYPE C)F REP	ORTING PERSON (SEE INSTRUCTIONS)		
	-		0		

9

1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Enterprise Products Operating LLC 26-0430539				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) o (b) o 				
3	SEC US	E ONL	Y		
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)		
5	CHECK o	IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)		
6	CITIZE Texas	NSHIP	OR PLACE OF ORGANIZATION		
NUMBER OF 0 SOLE VOTING POWER					
BENEF	ARES ICIALLY ED BY	8	SHARED VOTING POWER 42,726,987		
REPO	EACH REPORTING PERSON		SOLE DISPOSITIVE POWER 0		
W	ITH	10	SHARED DISPOSITIVE POWER 42,726,987		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 42,726,987				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
13	PERCEI 74.1%	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)		
14			ORTING PERSON (SEE INSTRUCTIONS) ility company		
			10		

1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Enterprise Products GTM, LLC 20-0534075				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) o (b) o				
3	SEC US	E ONL	Y		
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)		
5	CHECK o	IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)		
6	CITIZE		OR PLACE OF ORGANIZATION		
NUME	BER OF SOLE VOTING POWER				
BENEF	ARES ICIALLY ED BY	8	SHARED VOTING POWER 37,333,887		
REPO	ACH PRTING ASON	9	SOLE DISPOSITIVE POWER 0		
W	ITH	10	SHARED DISPOSITIVE POWER 37,333,887		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 37,333,887				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
13	PERCEI	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)		
14			ORTING PERSON (SEE INSTRUCTIONS)		
L			11		

1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Enterprise GTMGP, LLC 20-0269588				
2	CHECK (a) o (b) o	THE A	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)		
3	SEC US	E ONL	Y		
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)		
5	CHECK	IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)		
6	CITIZEI Delawar		OR PLACE OF ORGANIZATION		
NUME	BER OF	7	SOLE VOTING POWER 0		
BENEF	ARES ICIALLY ED BY	8	SHARED VOTING POWER 37,333,887		
REPO	ACH RTING RSON	9	SOLE DISPOSITIVE POWER 0		
W	ITH	10	SHARED DISPOSITIVE POWER 37,333,887		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 37,333,887				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) o N/A				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
14			ORTING PERSON (SEE INSTRUCTIONS) ility company		
			12		

1	I.R.S. II	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Enterprise GTM Holdings L.P. 76-0568220					
	_						
	CHECK	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
2	(a) o (b) o						
3	SEC US	E ONL	Y				
	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)				
4	00						
_	CHECK	IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
5	0						
		NSHIP	OR PLACE OF ORGANIZATION				
6							
	Delawar	e	SOLE VOTING POWER				
		7					
	BER OF		0				
	ARES ICIALLY	Y 8	SHARED VOTING POWER				
	ED BY	0	37,333,887				
	CH	0	SOLE DISPOSITIVE POWER				
	RTING RSON	9	0				
W	ITH		SHARED DISPOSITIVE POWER				
		10	37,333,887				
	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11							
	37,333,8						
12	CHECK	BUA	F THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
	o N/A	o N/A					
PERCENT OF CLASS REPRESENTED BY AMOU 13			CLASS REPRESENTED BY AMOUNT IN ROW (11)				
13	64.7%						
1.4	TYPE C	F REP	DRTING PERSON (SEE INSTRUCTIONS)				
14	PN						
L	1						

Item 1. Security and Issuer.

This Amendment No. 3 to Schedule 13D ("Schedule 13D/A") relates to the common units representing limited partner interests (the "Common Units") in Duncan Energy Partners L.P., a Delaware limited partnership (the "Issuer" or "DEP"), and the Class B units representing limited partner interests in the Issuer, whose principal executive offices are located at 1100 Louisiana, 10th Floor, Houston, Texas 77002, and updates the Schedule 13D originally filed by Dan L. Duncan and his affiliates on February 15, 2007, as amended by Amendment No. 1 thereto, filed February 29, 2008 and Amendment No. 2 thereto, filed December 18, 2008 ("Original Schedule 13D"). Capitalized terms not defined herein have the meanings given to them in the Original Schedule 13D.

Item 4. Purpose of the Transaction.

Item 4 of the Original Schedule 13D is hereby deleted in its entirety and the following information is substituted in lieu thereof:

Dan L. Duncan and affiliates controlled by him, including the reporting persons in this Schedule 13D, review their holdings in DEP on a continuous basis. The reporting persons may at any time determine to acquire additional Common Units, sell all or part of its holdings in DEP, or engage or participate in a transaction or series of transactions with the purpose or effect of influencing control over DEP.

Mr. Duncan and affiliates controlled by him directly or indirectly control the general partners of Enterprise Products Partners L.P. ("EPD"), TEPPCO Partners, L.P. ("TEPPCO"), Enterprise GP Holdings L.P. ("EPE"), and DEP (DEP collectively with TEPPCO, EPE and EPD, the "Public Partnerships"). As such, Mr. Duncan and these affiliates control these publicly traded partnerships, subject only to limitations set forth in their partnership agreements. Limitations may include review and approvals of certain transactions by the Audit, Conflicts and Governance Committees of the general partners of the Public Partnerships (the "ACG Committees").

Mr. Duncan and affiliates controlled by him, including the Public Partnerships, also regularly consider strategic transactions, which transactions may be with third parties or related parties. Subject to any requisite approvals of independent directors on ACG Committees or limitations under the applicable partnership agreements, such transactions may take place at any time with or without prior notice to unitholders of the Public Partnerships. These transactions may include, without limitation, (1) entering into one or more privately negotiated transactions for the purchase or sale of units representing limited partner interests, (2) effecting open market purchases of units representing limited partner interests, (3) making a tender or exchange offer for some or all of the units representing limited partner interests, (4) seeking a merger, sale of assets or other form of business combination involving one or more of these entities or their general partners, or (5) taking other actions that could have the purpose or effect of directly or indirectly influencing control over these entities. The Reporting Persons do not intend to update additional disclosures in its Schedule 13Ds regarding any such plans or proposals unless or until definitive terms have been reached by these parties, or unless disclosure is otherwise required.

Except as stated above, no Reporting Person has any plans or proposals of the type referred to in clauses (a) through (j) of Item 4 of Schedule 13D.

Item 7. Material to be Filed as Exhibits.

Item 7 of the Original Schedule 13D is hereby amended in its entirety as follows:

- 99.1 Purchase and Sale Agreement dated as of December 8, 2008 by and among (a) Enterprise Products Operating LLC and Enterprise GTM Holdings L.P. as the Seller Parties and (b) Duncan Energy Partners L.P., DEP Holdings, LLC, DEP Operating Partnership, L.P. and DEP OLP GP, LLC as the Buyer Parties (incorporated by reference to Exhibit 10.1 to the Form 8-K filed December 8, 2008).
- 99.2 Unit Purchase Agreement, dated as of December 8, 2008, by and between Duncan Energy Partners L.P. and Enterprise Products Operating LLC (incorporated by reference to Exhibit 10.9 to the Form 8-K filed December 8, 2008).
- 99.3 Third Amendment to Amended and Restated Partnership Agreement of Duncan Energy Partners L.P. dated as of December 8, 2008 (incorporated by reference to Exhibit 3.1 to the Form 8-K filed December 8, 2008).
- 99.4 Joint Filing Agreement among the Reporting Persons dated December 18, 2008 (incorporated by reference to Exhibit 99.4 to the Issuer's Schedule 13D/A filed with the Commission on December 18, 2008).

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SIGNATURES

After reasonable inquiry and to the best of each of the undersigned's knowledge and belief, each of the undersigned hereby certifies that the information set forth in this statement is true, complete and correct.

Dated: April 30, 2009

/s/ Dan L. Duncan Dan L. Duncan

DD SECURITIES LLC

By: /s/ Richard H. Bachmann Richard H. Bachmann Executive Vice President, Chief Legal Officer and Manager

DAN DUNCAN LLC

By: /s/ Richard H. Bachmann Richard H. Bachmann Executive Vice President, Chief Legal Officer and Manager

ENTERPRISE PRODUCTS OPERATING LLC

- By: Enterprise Products OLPGP, Inc., its Sole Manager
- By: /s/ Richard H. Bachmann Richard H. Bachmann Executive Vice President, Chief Legal Officer and Secretary

ENTERPRISE PRODUCTS OLPGP, INC.

By: /s/ Richard H. Bachmann Richard H. Bachmann Executive Vice President, Chief Legal Officer and Secretary

ENTERPRISE PRODUCTS PARTNERS L.P.

- By: Enterprise Products GP, LLC, its general partner
- By: /s/ Richard H. Bachmann Richard H. Bachmann Executive Vice President, Chief Legal Officer and Secretary

ENTERPRISE PRODUCTS GP, LLC

By: /s/ Richard H. Bachmann Richard H. Bachmann Executive Vice President, Chief Legal Officer and Secretary

EPE HOLDINGS, LLC

- By: Dan Duncan LLC, its Sole Member
- By: /s/ Richard H. Bachmann

Richard H. Bachmann Executive Vice President, Chief Legal Officer, and Secretary and Manager

ENTERPRISE GP HOLDINGS L.P.

- By: EPE HOLDINGS, LLC, its General Partner
- By: Dan Duncan LLC, its Sole Member

By: /s/ Richard H. Bachmann Richard H. Bachmann Executive Vice President, Chief Legal Officer, and Secretary and Manager

ENTERPRISE PRODUCTS GTM, LLC

By: /s/ Daryl E. Smith Daryl E. Smith, Manager

ENTERPRISE GTMGP, LLC

By: /s/ Michael A. Creel Michael A. Creel Executive Vice President and Chief Financial Officer

ENTERPRISE GTM HOLDINGS L.P.

By: Enterprise GTMGP, LLC, its general partner

By: /s/ Michael A. Creel Michael A. Creel Executive Vice President and Chief Financial Officer