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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 (DATE OF EARLIEST EVENT REPORTED): SEPTEMBER 30, 2001

TEPPCO PARTNERS, L.P.
(Exact Name of Registrant as Specified in Its Charter)

DELAWARE (State or Other jurisdiction of incorporation)	1-10403 (Commission File Number)	76-0291058 (IRS Employer Identification No.)
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2929 ALLEN PARKWAY P.O. BOX 2521 HOUSTON, TEXAS (Address of Principal Executive Offices)	77252-2521 (Zip Code)
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Registrant's Telephone Number, Including Area Code: (713) 759-3636

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Item 5. Other Events

Financial Information for Significant Subsidiaries as Potential Guarantors of Partnership Debt Securities

In connection with the filing of a shelf registration statement on Form S-3 with the Securities and Exchange Commission concurrently with this report, TE Products Pipeline Company, Limited Partnership, TCTM, L.P., TEPPCO Midstream Companies, L.P. and Jonah Gas Gathering Company, TEPPCO Partners' four "significant subsidiaries" as defined by the rules and regulations of the Securities and Exchange Commission (the "Guarantor Subsidiaries"), may issue unconditional guarantees of senior or subordinated debt securities of TEPPCO Partners in the event that TEPPCO Partners issues any debt securities from time to time under the registration statement. If issued, the guarantees will be full, unconditional and joint and several.

We are filing supplemental consolidating financial information of TEPPCO Partners, L.P. for its Guarantor Subsidiaries and its Non-Guarantor Subsidiaries which is incorporated herein by reference to Exhibit 99.1. For purposes of such consolidating information, TEPPCO Partners' and the Guarantor Subsidiaries' investments in their respective subsidiaries are accounted for by the equity method of accounting.

Financial Information for the General Partner of TEPPCO Partners, L.P.

We are also filing the consolidated balance sheets of Texas Eastern Products Pipeline Company, LLC and subsidiary as of December 31, 2000 and September 30, 2001 (unaudited) which are incorporated herein by reference to Exhibit 99.2.

Additionally, we have included as exhibits accountants' consents to the incorporation by reference of various reports in a previously filed registration statement.

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

(c) Exhibits.

- 23.1 Consent of KPMG LLP.
- 23.2 Consent of PricewaterhouseCoopers (Houston).
- 23.3 Consent of PricewaterhouseCoopers (Denver).
- 99.1 Unaudited Supplemental Condensed Consolidating Financial Information of TEPPCO Partners, L.P.
- 99.2 Consolidated Balance Sheets of Texas Eastern Products Pipeline Company, LLC and subsidiary as of December 31, 2000 and September 30, 2001 (unaudited).

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.

TEPPCO PARTNERS, L.P.
(Registrant)

By: Texas Eastern Products Pipeline
Company, LLC, General Partner

/s/ CHARLES H. LEONARD

Charles H. Leonard
Senior Vice President, Chief
Financial Officer and Treasurer

Dated: November 30, 2001

EXHIBIT INDEX

EXHIBIT NO.	DESCRIPTION - -----
----- 23.1	Consent of KPMG LLP.
23.2	Consent of PricewaterhouseCoopers LLP (Houston).
23.3	Consent of PricewaterhouseCoopers LLP (Denver).
99.1	Unaudited Supplemental Condensed Consolidating Financial Information of TEPPCO Partners, L.P.
99.2	Consolidated Balance Sheets of Texas Eastern Products Pipeline Company, LLC and subsidiary as of December 31, 2000 and September 30, 2001 (unaudited).

INDEPENDENT ACCOUNTANTS' CONSENT

We consent to the incorporation by reference in the Registration Statement (No. 33-81976) on Form S-3 of TEPPCO Partners, L.P. of our report dated June 1, 2001, relating to the consolidated balance sheets of Texas Eastern Products Pipeline Company, LLC and subsidiary as of December 31, 2000, which report appears in the Current Report on Form 8-K of TEPPCO Partners, L.P. filed November 30, 2001.

/s/ KPMG LLP

Houston, Texas
November 30, 2001

CONSENT OF INDEPENDENT ACCOUNTANTS

We hereby consent to the incorporation by reference in the Registration Statement on Form S-3 (No. 33-81976) of TEPPCO Partners, L.P. of our reports dated September 25, 2000 relating to the combined financial statements of ARCO Pipe Line Company's APL Business (as defined in the Amended and Restated Purchase Agreement with Texas Eastern Products Pipeline Company, LLC) and the financial statements of Seaway Crude Pipeline Company, which appear in the Current Report on Form 8-K/A of TEPPCO Partners, L.P. filed October 3, 2000.

/s/ PricewaterhouseCoopers LLP

Houston, Texas
November 30, 2001

CONSENT OF INDEPENDENT ACCOUNTANTS

We hereby consent to the incorporation by reference in the Registration Statement on Form S-3 (No. 33-81976) of TEPPCO Partners, L.P. of our report dated October 31, 2001 relating to the financial statements of Jonah Gas Gathering Company as of December 31, 2000 and for the periods June 1, 2000 to December 31, 2000 and January 1, 2000 to May 31 2000 (Predecessor), which appears in the Current Report on Form 8-K/A of TEPPCO Partners, L.P. filed November 9, 2001.

/s/ PricewaterhouseCoopers LLP

Denver, Colorado
November 30, 2001

SUPPLEMENTAL CONDENSED CONSOLIDATING FINANCIAL INFORMATION

In connection with the Partnership's filing of a shelf registration statement on Form S-3 with the Securities and Exchange Commission, TE Products Pipeline Company, Limited Partnership, TCTM, L.P., TEPPCO Midstream Companies, L.P. and Jonah Gas Gathering Company, the Partnership's four "significant subsidiaries" as defined by the rules and regulations of the Securities and Exchange Commission (the "Guarantor Subsidiaries"), may issue unconditional guarantees of senior or subordinated debt securities of the Partnership in the event that the Partnership issues such securities from time to time under the registration statement. If issued, the guarantees will be full, unconditional and joint and several. The following unaudited consolidated financial information of TEPPCO Partners, L.P. is furnished as of the dates and for the periods indicated. For purposes of the following consolidating information, the Partnership and the Guarantor Subsidiaries investments in their respective subsidiaries are accounted for by the equity method of accounting.

TEPPCO	TEPPCO	GUARANTOR	NON-GUARANTOR
CONSOLIDATING PARTNERS, L.P. SEPTEMBER			
30, 2001			
PARTNERS, L.P. SUBSIDIARIES			
SUBSIDIARIES ADJUSTMENTS CONSOLIDATED -			

(IN			
THOUSANDS) Assets Current assets			
			\$
3,127	\$ 45,761	\$ 322,247	\$ (11,768)
\$ 359,367	Property, plant and equipment -		
net	-----	813,589	329,607
	-----		-----
1,143,196	Equity investments		493,468
	-----		-----
285,553	230,632	(739,760)	269,893
	Intercompany notes receivable		
	-----	830,027	-----
	(830,027)	-----	-----
	-----		-----
5,732	238,888	61,389	(4,915)
			301,094
	-----		-----
	-----		-----
			Total
assets	-----		-----
	\$ 1,332,354	\$ 1,383,791	\$ 943,875
	(1,586,470)	\$ 2,073,550	=====
	=====	=====	=====
	=====	=====	=====
			Liabilities and partners' capital
			Current liabilities
			\$ 365,767
	\$ 407,542	\$ 312,696	\$ (356,734)
			\$
	729,271	Long term debt	
	-----		-----
	472,000	389,807	-- -- 861,807
		Intercompany notes payable	
		-----	-- 89,060
			380,967
		(470,027)	-- Other long term
			liabilities and minority interest

	- 3,918	-- 12,038	15,956 Redeemable
			Class B Units held by related party

	-- -- --	106,270	106,270 Total
			partners' capital

			494,587
493,464	250,212	(878,017)	360,246
	-----		-----
	-----		-----
			Total
liabilities and partners' capital ..			\$
	1,332,354	\$ 1,383,791	\$ 943,875
	(1,586,470)	\$ 2,073,550	=====
	=====	=====	=====
	=====	=====	=====

TEPPCO TEPPCO GUARANTOR
NON-GUARANTOR
CONSOLIDATING PARTNERS,
L.P. THREE MONTHS ENDED
SEPTEMBER 30, 2001
PARTNERS, L.P.
SUBSIDIARIES
SUBSIDIARIES
ADJUSTMENTS
CONSOLIDATED -----


```

----- (IN
THOUSANDS) Operating
revenues
..... $ --
$ 58,527 $ 932,289 $ --
$ 990,816 Costs and
expenses
..... --
36,458 927,237 --
963,695 -----
-----
----- Operating
income
..... --
22,069 5,052 -- 27,121
-----
-----
----- Interest expense
- net .....
(8,774) (7,181) (7,393)
8,774 (14,574) Equity
earnings
.....
19,092 3,868 5,941
(23,256) 5,645 Other
income - net
.....
8,774 433 564 (8,774)
997 -----
-----
----- Income before
minority interest ...
19,092 19,189 4,164
(23,256) 19,189
Minority interest
..... --
-- -- (97) (97) -----
-----
-----
----- Net income
.....
$ 19,092 $ 19,189 $
4,164 $ (23,353) $
19,092 =====
=====
=====
=====
=====

```

TEPPCO TEPPCO GUARANTOR
NON-GUARANTOR
CONSOLIDATING PARTNERS,
L.P. NINE MONTHS ENDED
SEPTEMBER 30, 2001
PARTNERS, L.P.
SUBSIDIARIES
SUBSIDIARIES
ADJUSTMENTS

CONSOLIDATED -----

----- (IN

THOUSANDS) Operating

revenues

..... \$ --

\$ 199,374 \$ 2,650,359 \$

-- \$ 2,849,733 Costs

and expenses

..... --

107,712 2,625,525 --

2,733,237 -----

TEPPCO TEPPCO GUARANTOR NON-GUARANTOR
CONSOLIDATING PARTNERS, L.P. NINE
MONTHS ENDED SEPTEMBER 30, 2001
PARTNERS, L.P. SUBSIDIARIES
SUBSIDIARIES ADJUSTMENTS CONSOLIDATED

(IN THOUSANDS) Cash flows from
operating activities Net Income

..... \$

87,865 \$ 88,665 \$ 18,681 \$ (107,346)

\$ 87,865 Adjustments to reconcile net

income to net cash provided by

operating activities: Depreciation

and amortization	--	20,051	11,124	--	31,175	Equity
earnings, net of distributions ...		(13,340)	3,375	5,600	10,455	6,090
Changes in assets and liabilities and other		2,601	2,656	(17,728)	799	(11,672)

----- Net cash provided by operating activities						
.....		77,126	114,747	17,677	(96,092)	
113,458		-----				

----- Cash flows from investing activities						
(443,433)		(28,166)	446,301	(471,599)		
Cash flows from financing activities						
(350,209)		369,175	325,548	19,562		

----- Net increase (decrease) in cash and cash equivalents						
(3,138)		9,073	--	5,935		
Cash and cash equivalents at beginning of period						
--		9,167	17,929	--	27,096	

----- Cash and cash equivalents at end of period						
....		\$ --	\$ 6,029	\$ 27,002	\$ --	\$
33,031		=====	=====	=====	=====	=====
		=====	=====	=====	=====	=====
		=====	=====	=====	=====	=====

INDEX TO FINANCIAL STATEMENTS

Texas Eastern Products Pipeline Company, LLC

Independent Auditors' Report.....	F-2
Consolidated Balance Sheets.....	F-3
Notes to Consolidated Balance Sheets.....	F-4

INDEPENDENT AUDITORS' REPORT

The Board of Directors
Texas Eastern Products Pipeline Company, LLC:

We have audited the accompanying consolidated balance sheet of Texas Eastern Products Pipeline Company, LLC and subsidiary as of December 31, 2000 (see Note 1 of the Notes to the Consolidated Balance Sheets). This consolidated financial statement is the responsibility of the Company's management. Our responsibility is to express an opinion on this consolidated financial statement based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the balance sheet is free of material misstatement. An audit of a balance sheet includes examining, on a test basis, evidence supporting the amounts and disclosures in that balance sheet. An audit of a balance sheet also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall balance sheet presentation. We believe that our audit of the balance sheet provides a reasonable basis for our opinion.

In our opinion, the consolidated balance sheet referred to above presents fairly, in all material respects, the financial position of Texas Eastern Products Pipeline Company, LLC and subsidiary as of December 31, 2000, in conformity with accounting principles generally accepted in the United States of America.

KPMG LLP

Houston, Texas
June 1, 2001

TEXAS EASTERN PRODUCTS PIPELINE COMPANY, LLC
AND SUBSIDIARY

Consolidated Balance Sheets

(In thousands)

SEPTEMBER 30,
DECEMBER 31,
2001 2000 ---

(UNAUDITED)

ASSETS

Current

Assets:

Accounts
receivable,
TE Products
Pipeline
Company,
Limited

Partnership \$
12,522 5,053

Accounts
receivable,
TCTM, L.P.

731 1,584 ---

Total current
assets 13,253
6,637

Advances to
related
parties 7,678
387

Investment in
TE Products
Pipeline
Company,
Limited

Partnership -
- 2,383

Investment in
TEPPCO
Partners,
L.P. 11,848
1,823

Investment in
TCTM, L.P. --
1,913 -----

Total assets
\$ 32,779
13,143
=====

LIABILITIES
AND MEMBER'S
EQUITY

Current

liabilities -
accrued
income taxes
\$ 350 382

Deferred
income taxes
806 979

Member's
equity:
Member's
equity 41,623
21,782

Note
receivable,
Duke Energy
Field

Services, LP
(10,000)
(10,000) ----

Total
member's
equity 31,623
11,782 -----

Total
liabilities
and member's
equity \$
32,779 13,143
=====
=====

See accompanying Notes to Consolidated Balance Sheets

(1) BASIS OF PRESENTATION

The accompanying consolidated balance sheets include the accounts of Texas Eastern Products Pipeline Company, LLC and its wholly-owned subsidiary TEPPCO Investments, LLC (collectively, the Company). On March 31, 2000, Texas Eastern Products Pipeline Company and TEPPCO Investments, Inc. were converted to limited liability companies, with a resulting name change for both companies to Texas Eastern Products Pipeline Company, LLC and TEPPCO Investments, LLC, respectively. Additionally on March 31, 2000, Texas Eastern Products Pipeline Company, LLC (the LLC) distributed its ownership of a wholly-owned subsidiary, TEPPCO Holdings, Inc. to Duke Energy Corporation (Duke Energy), the Company's ultimate parent. The LLC also distributed to, and Duke Energy assumed, all assets and liabilities of the LLC, except those relating to the performance of its duties as general partner of the Partnership (see below) and \$10 million of the demand note receivable due from Duke Energy Field Services, LP (DEFS), a joint venture formed between Duke Energy and Phillips Petroleum Corporation. Also on March 31, 2000, Duke Energy indirectly contributed its remaining investment in the LLC to DEFS.

Prior to July 26, 2001, the Company was the general partner of TEPPCO Partners, L.P., TE Products Pipeline Company, Limited Partnership and TCTM, L.P. On July 26, 2001, the Company restructured its general partner ownership of TE Products Pipeline Company, Limited Partnership and TCTM, L.P. (collectively, the Operating Partnerships) to cause them to be wholly-owned by TEPPCO Partners, L.P. (the Partnership). TEPPCO GP, Inc. (TEPPCO GP), a subsidiary of the Partnership, succeeded the Company as general partner of the Operating Partnerships. All remaining partner interests in the Operating Partnerships not already owned by the Partnership were transferred to the Partnership. In exchange for this contribution, the Company's interest as general partner of the Partnership was increased to 2%. The increased percentage is the economic equivalent of the aggregate interest the Company had prior to the restructuring through its combined interests in the Partnership and the Operating Partnerships.

On September 30, 2001, the Partnership completed the purchase of Jonah Gas Gathering Company (Jonah). The acquired business is owned through TEPPCO Midstream Companies, L.P. (TEPPCO Midstream). The Partnership holds a 99.999% limited partner interest in TEPPCO Midstream and TEPPCO GP holds the remaining .001% interest as general partner. The Jonah assets will be commercially managed and operated by DEFS.

The Company, as general partner, performs all management and operating functions required for the Partnership pursuant to the Agreements of Limited Partnership of TEPPCO Partners, L.P., TE Products Pipeline Company, Limited Partnership, TCTM, L.P., and TEPPCO Midstream Companies, L.P. (collectively, the Partnership Agreements). The general partner is reimbursed for all reasonable direct and indirect expenses incurred in managing the Partnership, the Operating Partnerships and TEPPCO Midstream.

These consolidated balance sheets should be read in conjunction with the consolidated financial statements and notes thereto presented in the TEPPCO Partners, L.P. Annual Report on Form 10-K for the year ended December 31, 2000.

(2) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

PRINCIPLES OF CONSOLIDATION

The consolidated balance sheets include the accounts of the Company. Significant intercompany items have been eliminated in consolidation. The Company's investments in the Partnership are accounted for using the equity method.

CASH AND CASH EQUIVALENTS

Cash equivalents are defined as all highly marketable securities with a maturity of three months or less when purchased. The Company generally does not maintain cash balances. Cash transactions are generally settled through intercompany accounts.

FAIR VALUE OF FINANCIAL INSTRUMENTS

Accounts receivable and accounts payable approximate fair value due to the short-term maturity of these financial instruments. The fair value of the Company's note receivable is more fully described in note 4, Note Receivable.

USE OF ESTIMATES

The preparation of the consolidated balance sheets in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities. Actual results could differ from these estimates.

INCOME TAXES

As discussed in note 1, Basis of Presentation, on March 31, 2000, Texas Eastern Products Pipeline Company and TEPPCO Investments, Inc. were converted to limited liability companies, and the Company's ownership of TEPPCO Holdings, Inc. was distributed to Duke Energy. As such, the Company became a nontaxable entity for federal income tax purposes as of March 31, 2000, but remains a taxable entity for state income taxes.

Prior to March 31, 2000, the Company followed the asset and liability method of accounting for federal income tax. Under this method, deferred income taxes reflect the impact of temporary differences between the amount of assets and liabilities for financial reporting purposes and such amounts as measured by tax laws and regulations. These deferred income taxes are measured by applying enacted tax laws and statutory tax rates applicable to the period in which the differences are expected to affect taxable income. Also prior to March 31, 2000, under an agreement with Duke Energy, the Company computed federal taxes as if it was filing a separate consolidated tax return and paid such tax, if any, to Duke Energy in lieu of federal taxes otherwise payable to the government. The Company continues to follow the asset and liability method of accounting for state income taxes.

INTERIM FINANCIAL STATEMENT

The accompanying interim unaudited consolidated balance sheet reflects all adjustments which are, in the opinion of management, of a normal and recurring nature and necessary for a fair statement of financial position of the Company as of September 30, 2001.

(3) RELATED-PARTY TRANSACTIONS

Pursuant to the Partnership Agreements, the Company is entitled to reimbursement of all direct and indirect expenses related to business activities of the Partnership (see note 1). Accounts receivable, TE Products Pipeline Company, Limited Partnership and accounts receivable, TCTM, L.P. on the consolidated balance sheets represent unpaid amounts charged to the Partnership for these costs. Advances to related parties on the consolidated balance sheets primarily represent advances made to DEFS.

(4) NOTE RECEIVABLE

As of September 30, 2001 and December 31, 2000, the Company held a \$10 million demand note receivable due from DEFS. Interest is payable quarterly. The rate on the note fluctuates quarterly based on the one-month LIBOR rate, plus 50 basis points, as of the last day of the preceding calendar quarter. Under the terms of the note, DEFS may prepay the note, in whole or in part, without premium or penalty. The Company believes that the amount included in the consolidated balance sheets for the note receivable materially represents fair value at September 30, 2001 and December 31, 2000, as the underlying interest rate is based on market rates. The note receivable due from DEFS is classified as contra-equity on the consolidated balance sheet as of September 30, 2001 and December 31, 2000. On March 31, 2000, the LLC distributed \$115 million of the note receivable to Duke Energy (see note 1), reducing the note receivable balance from \$125 million to \$10 million.

(5) INVESTMENTS

Prior to July 26, 2001, the Company owned a 1.0101% general partner interest in each of the Operating Partnerships and a 1.0% general partner interest in the Partnership. On July 26, 2001, the Company restructured its general partner ownership of the Operating Partnerships to cause them to be wholly-owned by the Partnership. TEPPCO GP, a subsidiary of the Partnership, succeeded the Company as general partner of the Operating Partnerships. All remaining partner interests in the Operating Partnerships not already owned by the Partnership were transferred to the Partnership. In exchange for this contribution, the Company's interest as general partner of the Partnership was increased to 2%. The increased percentage is the economic equivalent of the aggregate interest the Company had prior to the restructuring through its combined interests in the Partnership and the Operating Partnerships (see note 1).

The assets and liabilities of the Partnership are summarized below (in thousands):

SEPTEMBER 30,
DECEMBER 31,
2001 2000 ---

(UNAUDITED)

Current
assets \$
359,367
363,397
Property,
plant and
equipment,
net 1,143,196
949,705 Other
assets

570,987
309,708 -----

----- \$

2,073,550
1,622,810

=====
=====

Current
liabilities \$
729,271

358,271 Long-
term debt
861,807

835,784 Other
liabilities
and deferred
credits

15,956 3,991
Redeemable

Class B Units
held by
related party
106,270

105,411
Minority
interest --
4,296

Partners'
capital
360,246

315,057 -----

----- \$
2,073,550
1,622,810
=====
=====

(6) INCOME TAXES

As discussed in note 1, Basis of Presentation, as of March 31, 2000, Texas Eastern Products Pipeline Company and TEPPCO Investments, Inc. were converted to limited liability companies, and the Company's ownership of TEPPCO Holdings, Inc. was distributed to Duke Energy. As such, the Company became a nontaxable entity for federal income tax purposes as of March 31, 2000. In

connection with the conversion to limited liability companies, the federal deferred tax liability balance of \$39.2 million at March 31, 2000 was recorded as a tax benefit in earnings. Also discussed in note 1, Basis of Presentation, in connection with the contribution of the LLC to DEFS on March 31, 2000, accrued income taxes of \$15.7 million and deferred taxes of \$2.2 million of the Company were assumed by Duke Energy.

At September 30, 2001 and December 31, 2000, accrued income taxes payable was comprised of \$350,000 and \$382,000, respectively, of state income taxes.

As of September 30, 2001 and December 31, 2000, the difference between the financial statement carrying value and related tax basis of existing assets and liabilities, primarily the Company's equity investments in the Partnership, resulted in a deferred tax liability for state income taxes of \$806,000 and \$979,000, respectively.