FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| STATEMENT | OF CHANGES | IN BENEFICIAL |
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| 235-0287 |
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| 0.5      |
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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*  ORDEMANN WILLIAM    |  |  |   | 2. Issuer Name and Ticker or Trading Symbol ENTERPRISE PRODUCTS PARTNERS L P [ EPD ] |   |  |     |   |  |   |                      |   |  | all app   | licable)     |  | Solution States (Specify  |   |   |
|---|--|--|---|--|---|--|-----|---|--|---|----------------------|---|--|---|--------------|--|---|---|---|
| (Last) (First) (Middle) 1100 LOUISIANA STREET SUITE 1000      |  |  |   |  | 3. Date of Earliest Transaction (Month/Day/Year) 05/29/2011 |  |     |   |  |   |                      |   |  | Λ   | belov        | v)   | belo<br>VP  |   |   |
| (Street) HOUSTO   | ON TX  |  | 77002<br>Zip)                                 |  | 4. If   | 4. If Amendment, Date of Original Filed (Month/Day/Year) |     |   |  |   |                      |   |  | Indivi<br>ne)<br>X  | Form<br>Form | or Joint/Group Filing (Check Applicable orm filed by One Reporting Person orm filed by More than One Reporting erson |   |   |   |
|   | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |   |  |   |  |     |   |  |   |                      |   |  |   |              |  |   |   |   |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Date) |  |  |   | Execution Date,  |   | Transaction Disposed Code (Instr. 5)                     |     | ities Acquired (A)<br>d Of (D) (Instr. 3, |  |   | 4 and Se<br>Be<br>Ov |   | ount of<br>ties<br>cially<br>d Following | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | of Indirect  |  |   |   |   |
|   |  |  |   |  |   |  |     |   | Code   | v | Amount               | (A) or<br>(D)   |  | Price   |              | Reported<br>Transaction(s)<br>(Instr. 3 and 4)   |   |   | (1130.4)                                |
| Common Units Representing Limited Partnership Interests  05/  |  |  |   | 05/29/   | )/2011  |  |     |   | F  |   | 2,116                |   | D  | \$41.64   |              | 4 380,539  |   | D <sup>(1)</sup>  |   |
|   |  | Та   |   |  |   |  |     |   |  |   | sed of, onvertib     |   |  |   | y Ov         | vned   |   |   |   |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)           | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security            | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deeme<br>Execution<br>if any<br>(Month/Da | Date,  | 4.<br>Transacti<br>Code (Ins<br>) 8)                        |  |     |   | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |   | 9                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Inst<br>and 4) |  | str. 3  |              |  | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 4) | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>t (Instr. 4) |
|   |  |  |   |  | Code  | v  | (A) | (D)                                       | Date<br>Exercisal  |   | Expiration<br>Date   | Title   | or                                       | ount<br>nber<br>ıres  |              |  |   |   |   |

## **Explanation of Responses:**

1. The power of attorney under which this form was signed is on file with the Commission.

Transaction Code F - Payment of exercise price or tax liability by delivering or withholding securities incident to the receipt, exercise or vesting of a security issued in accordance with Rule 16b-3

/s/Wendi S. Bickett, Attorney-

**OWNERSHIP** 

in-Fact on behalf of William 06/01/2011

**Ordemann** 

\*\* 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.