

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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* DUNCAN DAN L (Last) (First) (Middle) 2727 NORTH LOOP WEST (Street) HOUSTON TX 77008 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol ENTERPRISE PRODUCTS PARTNERS L P [EPD]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">Chairman</p>
	3. Date of Earliest Transaction (Month/Day/Year) 04/28/2006	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Units Representing Limited Partnership Interests								118,078,425	I ⁽¹⁾	By DFIDH ⁽²⁾
Common Units Representing Limited Partnership Interests								5,918,200	I ⁽³⁾	By 1998 Trust
Common Units Representing Limited Partnership Interests								6,007,470	I ⁽³⁾	By 2000 Trust
Common Units Representing Limited Partnership Interests								13,454,498	I ⁽⁴⁾	By EGPH
Common Units Representing Limited Partnership Interests	04/28/2006			P		1,500	A	\$24.8647	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Amount or Number of Shares
Employee Unit Options-Obligation to Sell	(5)							(6)	(7)	Common Units		0		I	By EPCO ⁽⁸⁾

1. Name and Address of Reporting Person* DUNCAN DAN L (Last) (First) (Middle) 2727 NORTH LOOP WEST (Street) HOUSTON TX 77008 (City) (State) (Zip)
1. Name and Address of Reporting Person* EPCO, Inc. (Last) (First) (Middle) 2707 NORTH LOOP WEST (Street) HOUSTON TX 77008 (City) (State) (Zip)
1. Name and Address of Reporting Person* DUNCAN FAMILY INTERESTS, INC. (Last) (First) (Middle) 103 FOULK ROAD, SUITE 200 (Street) WILMINGTON DE 19803 (City) (State) (Zip)
1. Name and Address of Reporting Person* DFI DELAWARE GENERAL, LLC (Last) (First) (Middle) 103 FOULK ROAD, SUITE 200 (Street) WILMINGTON DE 19803 (City) (State) (Zip)
1. Name and Address of Reporting Person* DFI DELAWARE HOLDINGS L.P. (Last) (First) (Middle) 103 FOULK ROAD, SUITE 200 (Street) WILMINGTON DE 19803 (City) (State) (Zip)

Explanation of Responses:

- These Common Units are owned by DFI Delaware Holdings L.P. ("DFIDH"), an indirect, wholly-owned subsidiary of EPCO, Inc. ("EPCO"). Dan L. Duncan owns 50.427% of the voting stock of EPCO.
- DFIDH is an indirect, wholly-owned subsidiary of Duncan Family Interests, Inc. ("DFI"), which is an indirect, wholly-owned subsidiary of EPCO. The general partner of DFIDH, DFI Delaware General, LLC, and the sole limited partner of DFIDH, DFI Delaware Limited, LLC, are both wholly-owned subsidiaries of DFI.
- EPCO is the grantor of the Duncan Family 1998 Trust (the "1998 Trust"); and EPCO is the grantor of the Duncan Family 2000 Trust (the "2000 Trust"). These trusts were established to acquire and hold Common Units of the issuer.
- These Common Units are owned by Enterprise GP Holdings L.P. ("EGPH"), an 81.49% limited partnership interest in which is owned by DFI and a 4.27% limited partnership interest in which is owned by Dan Duncan LLC ("Duncan LLC"). The 0.01% general partner of EGPH is EPE Holdings, LLC, a wholly-owned subsidiary of Duncan LLC. Dan L. Duncan is the sole member of Duncan LLC.
- Options have exercise prices ranging from \$7.75 to \$26.95.
- Options have exercise dates ranging from April 16, 2002 through August 4, 2009.
- Options have expiration dates ranging from September 30, 2009 through August 4, 2015.

Remarks:

William L. Soula, Attorney-in-Fact, on behalf
of Dan L. Duncan, Duncan Family Interests,
Inc., DFI Delaware General, LLC, and DFI
Delaware Holdings L.P. and Assistant Secretary,
of EPCO, Inc.

05/01/2006

** 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.

POWER OF ATTORNEY

KNOW ALL PERSONS BY THIS DOCUMENT: That Dan L. Duncan has made, constituted, and appointed, and by this document does make, constitute, and appoint RICHARD H. BACHMANN, MICHAEL A. CREEL, STEPHANIE C. HILDEBRANDT, KATHRYN L. MCCOY, and WILLIAM L. SOULA, Attorneys-in-Fact, to execute, deliver, and file on behalf of the undersigned, in the undersigned's capacity as an officer of (i) EPE Holdings, LLC, the sole general partner of Enterpr

_____/s/ Richard H. Bachmann_____

Richard H. Bachmann, Attorney-in-Fact

_____/s/ Michael A. Creel_____

Michael A. Creel, Attorney-in-Fact

_____/s/ Stephanie C. Hildebrandt_____

Stephanie C. Hildebrandt, Attorney-in-Fact

_____/s/ Kathryn L. McCoy_____

Kathryn L. McCoy, Attorney-in-Fact

_____/s/ William L. Soula_____

William L. Soula, Attorney-in-Fact

or any of them, signing singly, its true and lawful attorney-in-fact, and in its name, place, and stead to:

1. Execute, deliver and file on behalf of the undersigned, in the undersigned's capacity as an officer of (i) EPE Holdings, LLC, the sole general partner of Enterpr
2. Do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 and time
3. Take any other action of any type whatsoever in connection with or in furtherance of the matters described in paragraphs 1 and 2 above which in the opinion of it

Giving and granting to each such attorney-in-fact full power and authority to do and perform every act necessary and proper to be done in the exercise of the

This Power of Attorney shall remain in effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this _23rd_ day of March, 2006.

_____/s/ Dan L. Duncan_____

DAN L. DUNCAN

POWER OF ATTORNEY

KNOW ALL PERSONS BY THIS DOCUMENT: That Duncan Family Interest, Inc., a Delaware corporation, has made, constituted, and appointed, and by this document does make,

_____/s/ Richard H. Bachmann_____

Richard H. Bachmann, Attorney-in-Fact

_____/s/ Michael A. Creel_____

Michael A. Creel, Attorney-in-Fact

_____/s/ Stephanie C. Hildebrandt_____

Stephanie C. Hildebrandt, Attorney-in-Fact

_____/s/ Kathryn L. McCoy_____

Kathryn L. McCoy, Attorney-in-Fact

_____/s/ William L. Soula_____

William L. Soula, Attorney-in-Fact

or any of them, signing singly, its true and lawful attorney-in-fact, and in its name, place, and stead to:

1. Execute, deliver and file on behalf of the undersigned, in the undersigned's capacity as the owner of 10% or more of the outstanding common units of Enterprise Pr
2. Do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 and time!
3. Take any other action of any type whatsoever in connection with or in furtherance of the matters described in paragraphs 1 and 2 above which in the opinion of it

Giving and granting to each such attorney-in-fact full power and authority to do and perform every act necessary and proper to be done in the exercise of the foregr

This Power of Attorney shall remain in effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of an

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this _31st_ day of March, 2006.

DUNCAN FAMILY INTERESTS, INC.

By: _____Michael G. Morgan_____

President

POWER OF ATTORNEY

KNOW ALL PERSONS BY THIS DOCUMENT: That DFI Delaware General, LLC, a Delaware limited liability company (the "Company"), the sole general partner of DFI Delaware Holdings L.P.

_____/s/ Richard H. Bachmann_____ _____/s/ Michael A. Creel_____

Richard H. Bachmann, Attorney-in-Fact Michael A. Creel, Attorney-in-Fact

_____/s/ Stephanie C. Hildebrandt_____ _____/s/ Kathryn L. McCoy_____

Stephanie C. Hildebrandt, Attorney-in-Fact Kathryn L. McCoy, Attorney-in-Fact

_____/s/ William L. Soula_____

William L. Soula, Attorney-in-Fact

or any of them, signing singly, the Undersigned's true and lawful attorney-in-fact, and in its name, place, and stead to:

1. Execute, deliver and file on behalf of the Undersigned, in the Undersigned's capacity as the owner of 10% or more of the outstanding common units of Enterprise Partners LP
2. Do and perform any and all acts for and on behalf of the Undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 and time
3. Take any other action of any type whatsoever in connection with or in furtherance of the matters described in paragraphs 1 and 2 above which in the opinion of the Undersigned is necessary or desirable to complete and execute any such Form 3, 4 or 5 and time

Giving and granting to each such attorney-in-fact full power and authority to do and perform every act necessary and proper to be done in the exercise of the foregoing

This Power of Attorney shall remain in effect until the Undersigned is no longer required to file Forms 3, 4 and 5 with respect to the Undersigned's holdings of and

IN WITNESS WHEREOF, the Undersigned has caused this Power of Attorney to be executed as of this _30th_ day of March, 2006.

DFI DELAWARE HOLDINGS L.P.

By its general partner

DFI DELAWARE GENERAL, LLC

By: _____/s/ Darryl E. Smith_____

Manager