FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | |
|--------------------------|-----|--|--|--|--|--|--|--|
| OMB Number: 3235-02 | | | | | | | | |
| 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

| | | | | | | | | | | | ilpally Act | | | | | | | | |
|--|---|---|---------------|-----------------------|-----------------|---|---------|---|---------|--------|---------------------|-------|------------------|---|---|---|--|------------|--|
| 1. Name and Address of Reporting Person* ORDEMANN WILLIAM | | | | | EN | 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) Director 10% Owner Officer (give title Other (speci | | | | |
| (Last) (First) (Middle) 1100 LOUISIANA STREET, SUITE 1000 | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 08/04/2009 | | | | | | | | | ^ b | below) below) Executive Vice President & COC | | | |
| (Street) HOUST(| | | 77002 Zip) | | 4. If <i>i</i> | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | ne) <mark>X</mark> F F | | | | |
| | | Tabl | e I - Noi | n-Deriv | ative | Sec | curitie | s Acc | quired, | Dis | posed o | f, or | Ben | eficia | lly Ov | vned | | | |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Da | | | | | Execution Date, | | | 3. Transaction Disposed Of (D) (Instr. 3, b) 8) | | | | | d Se Be Ov | Amount of curities neficially vned Following ported | 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 | Tra | ansaction(s) str. 3 and 4) | | (111511.4) | |
| Common Units Representing Limited Partnership Interests 08/04/ | | | | | /2009 | | F | | 2,247 | | D | \$28 | 05 | 119,624(1) | D | | | | |
| | | Та | | | | | | | | | sed of, onvertib | | | | / Own | ed | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | rsion Date rcise (Month/Day/Year) if of tive | | Execution Date, f any | | 4. Transaction Code (Instr. 8) | | | | on Dat | | | ount | 8. Price Derivati Security (Instr. 5) | derivative Securities | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |

Explanation of Responses:

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

Remarks:

<u>Stephanie C. Hilldebrandt,</u>
<u>Attorney-in-Fact on behalf of 08/06/2009</u>
<u>William Ordemann</u>

** 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.